#### MEYERS KENNETH R

Form 5

January 22, 2010

### FORM 5

#### OMB APPROVAL

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Number: 3235-0362

Syminal January 31,

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

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**OMB** 

# ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

burden hours per response... 1.0

1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported

Form 4

30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and A MEYERS K	Symbol UNIT	2. Issuer Name and Ticker or Trading Symbol UNITED STATES CELLULAR CORP [USM]				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last)	(First) (M	(Month	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2009			_	_X Director Officer (give pelow)		Owner or (specify	
30 N. LASA	ALLE ST. STE. 4		2007							
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			6	6. Individual or Joint/Group Reporting			
							ck applicable line)			
CHICAGO,	IL 60602	(Zip) To				Ī	Person	More than One R	eporting	
(City)	(State)	(Zip) Ta	ble I - Non-Der			-	ired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securities Acquire (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or		of 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common	Â	Â	â	Amount	(D)	Price	24.010 (1)	D	<b>^</b>	
Shares	A	A	Â	Â	Â	Â	34,818 (1)	D	Â	
Common Shares	12/31/2009	Â	<u>J(2)</u>	166.47	A	\$ (2)	2,091.45	I	By 401k plan	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.				Persons who respond to the collection of information S contained in this form are not required to respond unless						

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	Number		Number Expiration Date  of (Month/Day/Year)  Derivative Securities Acquired A) or Disposed of (D)  Instr. 3,		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numl Share
Option (right to buy) (3)	\$ 38.65	Â	Â	Â	Â	Â	03/31/2008	03/31/2014	Common Shares	8,
Option (right to buy) (4)	\$ 45.63	Â	Â	Â	Â	Â	(4)	03/31/2015	Common Shares	17
Option (right to buy) (5)	\$ 59.43	Â	Â	Â	Â	Â	(5)	04/03/2016	Common Shares	22,8
Deferred Compensation	Â	Â	Â	Â	Â	Â	(6)	(6)	Common Shares	1,22

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Othe			
MEYERS KENNETH R 30 N. LASALLE ST. STE. 4000 CHICAGO, IL 60602	ÂX	Â	Â	Â			

## **Signatures**

Julie D. Mathews, by power of atty

01/22/2010

\*\*Signature of Reporting Person

Date

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes 1,000 shares held by a trust of which reporting person denies current beneficial ownership in.
- (2) Voluntary reporting of shares acquired in 2009 in the TDS 401K. The information is based on a plan statement dated 12/31/09. The number of shares fluctuates and is attributable to the price of the shares on 12/31/09.
- (3) Granted 35,225 common shares. Reporting person has previously exercised 26,418 common shares.
- Granted 34,400 shares. Reporting person previously exercised 17,200 common shares. 8,600 common shares become exercisable on March 31, 2008 and 8,600 common shares become exercisable on March 31, 2009.

Reporting Owners 2

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- (5) Granted 30,425 shares. Reporting person previously exercised 7,606 common shares. 7,606 common shares vest on April 3, 2008; 7606 vest on April 3, 2009 and 7607 vest on April 3, 2010.
- Reporting person deferred 2006 bonus pursuant to the United States Cellular Corporation Long Term Incentive Plan. The deferred bonus has been deemed invested in phantom stock representing Common shares of United States Cellular. The deferred bonus totalled 981.077 shares and the company match totalled 245.269 shares. The company match vests over a three year period. As of Dec. 31, 2008, all shares were vested.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.