

SECURITIES AND EXCHANGE COMMISSION

FORM 5

Annual statement of changes in beneficial ownership of securities

Filing Date: **2013-01-23** | Period of Report: **2012-12-31**
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REPORTING OWNER

VOTING TRUST

CIK: **713753**

Type: **5** | Act: **34** | File No.: **001-14157** | Film No.: **13542689**

Mailing Address

*TDS
30 N LASALLE ST, STE 4000
CHICAGO IL 60602*

Business Address

*C/O TDS
30 N LASALLE ST. STE 4000
CHICAGO IL 60602*

ISSUER

TELEPHONE & DATA SYSTEMS INC /DE/

CIK: **1051512** | IRS No.: **362669023** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **4813** Telephone communications (no radiotelephone)

Mailing Address

*30 NORTH LASALLE STREET
STE 4000
CHICAGO IL 60602*

Business Address

*30 NORTH LASALLE STREET
STE 4000
CHICAGO IL 60602
3126301900*

FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Form 3 Holdings Reported

Form 4 Transactions Reported

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person VOTING TRUST			2. Issuer Name and Ticker or Trading Symbol TELEPHONE & DATA SYSTEMS INC /DE/ [TDS]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2012			6. Individual or Joint/Group Reporting (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
30 N. LASALLE ST., STE. 4000			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) CHICAGO, IL 60602								
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Shares							6,121,943.5 ⁽²⁾ ⁽⁴⁾	I	By Voting Trust

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)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					(A)	(D)	Date Exercisable	Expiration Date						Title
Series A Common Shares							(1)	(1)	Common Shares	6,786,602		6,786,602 ⁽²⁾ ⁽³⁾	I	By Voting Trust

Explanation of Responses:

- Series A Common shares are convertible, on a share-for-share basis, into common shares.
- The trustees of the Voting Trust are Walter CD Carlson, LeRoy T. Carlson, Jr., Letitia G. Carlson, and Prudence Carlson. The Voting Trust entered into as of June 30, 1989 expires on June 30, 2035. The Voting Trust was created to facilitate long-standing relationships among the trusts certificate holders. In addition, the trustees of the Voting Trust, from time to time, commit on behalf of certain depositors in the Voting Trust dividends which would otherwise

be paid to the Voting trustees and distributed to such depositors to the purchase of shares of the Company's Series A or common stock under the dividend reinvestment plan. The shares so purchased are held for the account of the Voting trustees on behalf of such depositors and are included herein. The filing of this statement shall not be construed as an admission that any voting trustee is for the purpose of Section 16 of the Act, the beneficial owner of any equity securities covered hereby.

3. Includes 441,789 Series A common shares acquired pursuant to a dividend reinvestment plan.
4. Includes 303,822.5 Common shares acquired pursuant to a dividend reinvestment plan.

Signatures

Julie D. Mathews, by power of atty

** Signature of Reporting Person

01/23/2013

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.