

SECURITIES AND EXCHANGE COMMISSION

FORM 5

Annual statement of changes in beneficial ownership of securities

Filing Date: **2009-01-26** | Period of Report: **2008-12-31**
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ISSUER

UNITED STATES CELLULAR CORP

CIK: **821130** | IRS No.: **621147325** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **4812** Radiotelephone communications

Mailing Address
8410 W BRYN MAWR AVE
STE 700
CHICAGO IL 60631

Business Address
8410 W BRYN MAWR AVE
STE 700
CHICAGO IL 60631
7733998900

REPORTING OWNER

MEYERS KENNETH R

CIK: **1235000**
Type: **5** | Act: **34** | File No.: **001-09712** | Film No.: **09544529**

Business Address
8410 W. BRYN MAWR
CHICAGO IL 60631

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

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 MEYERS KENNETH R			2. Issuer Name and Ticker or Trading Symbol UNITED STATES CELLULAR CORP [USM]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input 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) 12/31/2008			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							32,769 ⁽¹⁾	D	
Common Shares	12/31/2008		J ⁽²⁾	154.31	A	\$ ⁽²⁾	1,924.98	I	By 401k plan

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	Amount or Number of Shares				
Option (right to buy) ⁽³⁾	\$38.65						03/31/2008	03/31/2014	Common Shares	8,807		8,807	D	
Option (right to buy) ⁽⁴⁾	\$45.63						⁽⁴⁾	03/31/2015	Common Shares	17,200		17,200	D	
Option (right to buy) ⁽⁵⁾	\$59.43						⁽⁵⁾	04/03/2016	Common Shares	22,819 ⁽⁵⁾		22,819	D	
Restricted stock unit							04/03/2009	⁽⁶⁾	Common Shares	3,163		3,163	D	

Deferred Compensation						(Z)	(Z)	Common Shares	1,226.346		1,226.346	D
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Explanation of Responses:

1. Includes 2,500 shares held by children of which reporting person disclaims beneficial ownership of children's shares. Includes 1,000 shares held by a trust of which reporting person denies current beneficial ownership in.
2. Voluntary reporting of shares acquired in 2008 in the TDS 401K. The information is based on a plan statement dated 12/31/08. The number of shares fluctuates and is attributable to the price of the shares on 12/31/08.
3. Granted 35,225 common shares. Reporting person has previously exercised 26,418 common shares.
4. 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.
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.
6. Restricted stock units that will vest on April 3, 2009
7. 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, 1,144.59 shares were vested.

Signatures

Julie D. Mathews, by power of atty
 ** Signature of Reporting Person

01/26/2009
 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.

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