

UNITED STATES CELLULAR CORP
Form DEFA14A
April 09, 2019

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

SCHEDULE 14A

**Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)**

Filed by the Registrant ☒ X

Filed by a Party other than the Registrant ☐ O

Check the appropriate box:

- ☐ Preliminary Proxy Statement
☐ **Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))
☐ Definitive Proxy Statement
☒ Definitive Additional Materials
☐ Soliciting Material under §240.14a-12

UNITED STATES CELLULAR CORPORATION

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- ☒ No fee required.
☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
- | | |
|-----|---|
| (1) | Title of each class of securities to which transaction applies: |
| (2) | Aggregate number of securities to which transaction applies: |
| (3) | Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined): |
| (4) | Proposed maximum aggregate value of transaction: |
| (5) | Total fee paid: |
- ☐ Fee paid previously with preliminary materials.
☐ Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

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- (1) Amount Previously Paid:
 - (2) Form, Schedule or Registration Statement No.:
 - (3) Filing Party:
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EXPLANATORY NOTE

This year, as permitted by rules of the Securities and Exchange Commission (SEC), United States Cellular Corporation (U.S. Cellular) has arranged to provide beneficial owners of shares held in street name by brokers, banks, or other nominees (brokers) with access to our proxy materials via the Internet, rather than sending them paper copies. Accordingly, pursuant to SEC rules, on or prior to April 11, 2019, Broadridge Financial Solutions, Inc., as agent for brokers that hold U.S. Cellular shares, will mail the accompanying Notice Regarding the Availability of Proxy Materials to all street name shareholders as of the record date of March 27, 2019. Such notice and our other proxy materials were posted on the Company s website at investors.uscellular.com/proxyvote on April 10, 2019. As explained further in the accompanying Notice, such shareholders have the option of (1) accessing the proxy materials online or (2) requesting that paper copies of those materials be sent to them.
