

CARLSON LEROY T JR
 Form 5/A
 January 26, 2005

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
 Expires: January 31, 2005
 Estimated average burden hours per response... 1.0

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *
CARLSON LEROY T JR

(Last) (First) (Middle)

30 N. LASALLE ST., STE. 4000

(Street)

CHICAGO, IL 60602

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TELEPHONE & DATA SYSTEMS INC /DE/ [TDS]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2004

4. If Amendment, Date Original Filed(Month/Day/Year)
 01/25/2005

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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) | (A) or (D) | Price | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|--------|--|--|-----------------------------------|
| Common Shares | 12/31/2004 | Â | J(7) | 0.8 | A | \$ (7) | 87.8 | D | Â |
| Common Shares | 12/31/2004 | Â | J(7) | 10.7 | A | \$ (7) | 1,145.4 | I | By wife |
| Common Shares | 12/31/2004 | Â | J(6) | 355.09 | A | \$ (6) | 7,622.94 | I | By 401K plan |

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

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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) | 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 Underlying (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|------------------|--|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title |
| Option (Right to buy) | \$ 38.12 | Â | Â | Â | Â | Â | 12/15/1995 | 12/15/2005 | Common Shares |
| Option (Right to buy) | \$ 47.6 | Â | Â | Â | Â | Â | 12/15/1996 | 12/15/2006 | Common Shares |
| Option (Right to buy) | \$ 43.88 | Â | Â | Â | Â | Â | 12/15/1997 | 12/15/2007 | Common Shares |
| Option (Right to buy) | \$ 39.75 | Â | Â | Â | Â | Â | 12/15/1998 | 06/22/2008 | Common Shares |
| Option (Right to buy) | \$ 43.75 | Â | Â | Â | Â | Â | Â ⁽⁴⁾ | 11/05/2007 | Common Shares |
| Option (Right to buy) | \$ 66.75 | Â | Â | Â | Â | Â | 12/15/1999 | 04/30/2009 | Common Shares |
| Option (Right to buy) | \$ 105.13 | Â | Â | Â | Â | Â | 12/15/2000 | 05/05/2010 | Common Shares |
| Option (Right to buy) | \$ 121.12 | Â | Â | Â | Â | Â | Â ⁽⁵⁾ | 09/16/2010 | Common Shares |
| Option (Right to buy) | \$ 99.44 | Â | Â | Â | Â | Â | 12/15/2001 | 04/30/2011 | Common Shares |
| Option (Right to buy) | \$ 60.2 | Â | Â | Â | Â | Â | 12/15/2002 | 08/19/2012 | Common Shares |
| Option (Right to buy) | \$ 52.92 | Â | Â | Â | Â | Â | 12/15/2003 | 07/03/2013 | Common Shares |
| Option (Right to buy) | \$ 66 | Â | Â | Â | Â | Â | 12/15/2004 | 05/08/2014 | Common Shares |
| Series A Common Shares | Â | 11/22/2004 | Â | G | Â | 292 | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Shares |
| Series A Common shares | Â | 12/31/2004 | Â | J ⁽⁷⁾ | 2,506.4 | Â | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Shares |

| | | | | | | | | | |
|------------------------|---|------------|---|------|-------|---|-------|-------|---------------|
| Deferred Compensation | Â | 12/31/2004 | Â | J | 77 | Â | Â (3) | Â (3) | Common Shares |
| Series A Common Shares | Â | 12/31/2004 | Â | J(7) | 48.7 | Â | Â (1) | Â (1) | Common Shares |
| Series A Common Shares | Â | 12/31/2004 | Â | J(7) | 116.6 | Â | Â (1) | Â (1) | Common Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------------------|
| | Director | 10% Owner | Officer | Other |
| CARLSON LEROY T JR 30 N. LASALLE ST., STE. 4000 CHICAGO, IL 60602 | Â X | Â | Â | President and CEO |

Signatures

Julie D. Mathews, by power of atty 01/26/2005

**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) Series A Common shares are convertible, on a share-for-share basis, into common.

Reporting person is one of four trustees which is record owner of these shares which files its holdings on forms 4. Of these shares, 82,979.9 (including 15,513.9 acquired in dividend reinvestment) are held as custodian for children and 8,989.7 (including 1032.7 acquired in dividend reinvestment) are held by spouse. 862,693 are owned by family partnership and 679,898.7 (including 9901.7 acquired in dividend reinvestment) shares are held by a family partnership of which reporting person is a general partner. Of the remaining shares, 2658.7 were earned pursuant to a dividend reinvestment plan. Reporting person disclaims beneficial ownership of shares owned by wife and as custodian for children.

Reporting person deferred 1998 bonus pursuant to the TDS 1998 Long Term Incentive Plan. The deferred bonus was 2284.36 shares and the employer match was 662.46 shares which vests ratably at a rate of 33%, 33%, 34% on 12/31/99, 12/31/00 and 12/31/01. Reporting person deferred 2000 bonus and received 2773.16 shares in deferred bonus and 804.22 shares in employer match with vests ratably at 33%, 33%, 34% on 12/31/01, 12/31/02, 12/31/03. Reporting person deferred 2002 bonus and received 4204.45 shares in deferred bonus and 1051.114 in employer match which vests ratably at 33%, 33%, 34% in 12/31/03, 12/31/04 and 12/31/05. In prior years, reporting person had accumulated 188.4 in dividend reinvestment shares, including the 2004 dividend reinvestment, the reporting person now has 265.4 shares in dividend reinvestment.

(4) Granted under the TDS 1998 Long Term Incentive Plan. The option is exercisable with respect to 18,200 common shares on 12/15/98, 12/15/99 and on 12/15/00 for a total of 54,600.

(5) Granted under the TDS 1998 Long Term Incentive Plan. The option is exercisable with respect to 14,180 common shares on 12/15/01, 12/15/02, 12/15/03 and 12/15/04 for a total of 56,720 common shares.

(6) Voluntary reporting of shares acquired in 2004 in the TDS 401K. The information is based on a plan statement dated 12/31/04. The number of shares fluctuates and is attributable to the price of the shares on 12/31/04.

(7) Voluntary reporting of shares acquired through dividend reinvestment in 2004.

(8) Reporting person was granted 13,114 common shares of which 9,500 were previously exercised.

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

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