

STEINKRAUSS MARK A
Form 5
January 19, 2005

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 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 *
STEINKRAUSS MARK A

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)

(Last) (First) (Middle)

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

Director 10% Owner
 Officer (give title below) Other (specify below)
VP, Corporate Relations

30 N. LASALLE ST., STE. 4000
(Street)

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

6. Individual or Joint/Group Reporting
(check applicable line)

CHICAGO, IL 60602

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

(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) | (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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------------------|--|--|---|
| Common Shares | 12/31/2004 | Â | J ⁽¹⁾ | 2.0706 | A | \$ ⁽¹⁾ | 479.7 | D | Â |
| Common Shares | 03/31/2004 | Â | J ⁽²⁾ | 54.9784 | A | \$ 60.2395 | 479.7 | D | Â |
| Common Shares | 06/30/2004 | Â | J ⁽²⁾ | 38.1077 | A | \$ 60.52 | 479.7 | D | Â |
| Common Shares | 09/30/2004 | Â | J ⁽²⁾ | 10.7452 | A | \$ 71.5445 | 479.7 | D | Â |

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Common Shares 12/31/2004 Â J⁽⁴⁾ 5.09 D \$ ⁽⁴⁾ 215.94 I By 401K plan

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

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SEC 2270 (9-02)

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 Underlying Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|---------|--|-----------------|---|--------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount |
| Option (Right to buy) | \$ 60.2395 | 03/31/2004 | Â | J ⁽²⁾ | Â | 54.9784 | 03/31/2004 | 03/31/2004 | Common Shares | 54.9 |
| Option (Right to buy) | \$ 60.52 | 06/30/2004 | Â | J ⁽²⁾ | Â | 38.1077 | 06/30/2004 | 06/30/2004 | Common Shares | 38.1 |
| Option (Right to buy) | \$ 71.5445 | 09/30/2004 | Â | J ⁽²⁾ | Â | 10.7452 | 09/30/2004 | 09/30/2004 | Common Shares | 10.7 |
| Option (Right to buy) | \$ 58.96 | Â | Â | Â | Â | Â | 12/15/1999 | 04/30/2009 | Common Shares | 5,3 |
| Option (Right to buy) | \$ 102.79 | Â | Â | Â | Â | Â | 12/15/2000 | 04/28/2010 | Common Shares | 5,0 |
| Option (Right to buy) | \$ 117.51 | Â | Â | Â | Â | Â | Â ⁽³⁾ | 09/16/2010 | Common Shares | 9,4 |
| Option (Right to buy) | \$ 99.44 | Â | Â | Â | Â | Â | 12/15/2001 | 04/30/2011 | Common Shares | 4,5 |
| Option (Right to buy) | \$ 59 | Â | Â | Â | Â | Â | 12/15/2002 | 07/05/2012 | Common Shares | 9,4 |
| Option (Right to buy) | \$ 44.58 | Â | Â | Â | Â | Â | 12/15/2003 | 05/13/2013 | Common Shares | 8,8 |

Option (Right to buy) \$ 66 12/15/2004 05/08/2014 Common Shares 8,8

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| STEINKRAUSS MARK A 30 N. LASALLE ST., STE. 4000 CHICAGO, IL 60602 | | | VP, Corporate Relations | |

Signatures

Julie D. Mathews, by power of atty 01/19/2005

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) Voluntary reporting of shares acquired through dividend reinvestment in 2004.
- (2) Disposition of option and acquisition of shares under the TDS Employee Stock Purchase Plan.
- (3) Granted under the TDS Long term incentive plan. The option became exercisable with respect to 2350 common shares on 12/15/01, 12/15/02, 12/15/03 and on 12/15/04 for a total of 9400 common shares.
- (4) 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.

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.