

TELEPHONE & DATA SYSTEMS INC /DE/

Form 5/A

January 26, 2005

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
WERTZ BYRON A

(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 of Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20044. If Amendment, Date Original
Filed(Month/Day/Year)
01/25/20055. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

VP-Corp. Development

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)	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⁾	0.167	A \$ ⁽¹⁾	395.16	D Â
Common Shares	08/18/2004	Â	G	38	D \$ ⁽²⁾	395.16	D Â
Common Shares	03/31/2004	Â	J ⁽⁴⁾	31.029	A \$ 60.2395	395.16	D Â
Common Shares	06/30/2004	Â	J ⁽⁴⁾	20.654	A \$ 60.52	395.16	D Â

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Common Shares	09/30/2004	Â	J ⁽⁴⁾	17.4714	A	\$ 71.5445	395.16	D	Â
Common Shares	12/31/2004	Â	J ⁽⁴⁾	19.117	A	\$ 65.4075	395.16	D	Â
Common Shares	Â	Â	Â	Â	Â	Â	15	I	Custodian for children
Common Shares	Â	Â	Â	Â	Â	Â	25.1	I	By Trust
Common Shares	12/31/2004 ⁽⁵⁾	Â	J ⁽⁵⁾	7	D	\$ ⁽⁵⁾	469	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 Underlying (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title
Option (Right to buy)	\$ 60.2395	03/31/2004	Â	J ⁽⁴⁾	Â 31.029	03/31/2004 03/31/2004	Common Shares
Option (Right to buy)	\$ 60.52	06/30/2004	Â	J ⁽⁴⁾	Â 20.654	06/30/2004 06/30/2004	Common Shares
Option (Right to buy)	\$ 71.5445	09/30/2004	Â	J ⁽⁴⁾	Â 17.4714	09/30/2004 09/30/2004	Common Shares
Option (Right to buy)	\$ 65.4075	12/31/2004	Â	J ⁽⁴⁾	Â 19.1107	12/31/2004 12/31/2004	Common Shares
Option (Right to buy)	\$ 58.96	Â	Â	Â	Â Â	12/15/1999 ⁽²⁾ 04/30/2009	Common Shares
Option (Right to buy)	\$ 102.79	Â	Â	Â	Â Â	12/15/2000 ⁽²⁾ 04/28/2010	Common Shares

Option (Right to buy)	\$ 117.51	Â	Â	Â	Â	Â	Â ⁽³⁾	09/16/2010	Common Shares
Option (Right to buy)	\$ 99.44	Â	Â	Â	Â	Â	12/15/2001 ⁽²⁾	04/30/2011	Common Shares
Option (Right to buy)	\$ 59	Â	Â	Â	Â	Â	12/15/2002 ⁽²⁾	07/05/2012	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	12/31/2004	Â	J ⁽¹⁾	57.6	Â	Â ⁽⁶⁾	Â ⁽⁶⁾	Common Shares
Series A Common Shares	Â	01/02/2004	Â	G	1,050	Â	Â ⁽⁶⁾	Â ⁽⁶⁾	Common Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WERTZ BYRON A 30 N. LASALLE ST., STE. 4000 CHICAGO, IL 60602	Â	Â	Â VP-Corp. Development	Â

Signatures

Julie D. Mathews, by power
of atty 01/25/2005

__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) Gifted shares
- (3) Granted under the TDS 1998 Long Term incentive plan. The option was exercisable with respect to 1790 common shares on 12/15/01, 12/15/02, 12/15/03 and on 12/15/04 for a total of 7160.
- (4) Disposition of option and acquisition of shares under the TDS Employee Stock Purchase Plan.
- (5) 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.
- (6) Series A Common shares are convertible, on a share-for-share basis, into common.
- (7) Of these shares, 18,132.886 (of which 701.886 were earned pursuant to a dividend reinvestment plan) are held as custodian for children. Of the remaining shares held in a personal trust (348.117 were earned pursuant to a dividend reinvestment plan).

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