

FCC 602
Main Form

FCC Ownership Disclosure information for the
Wireless Telecommunications Services

Approved by OMB
3060 - 0799
See instructions for
public burden estimate

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SEP 23 1999

Applicant/Licensee Information

1) First Name (if individual):	MI:	Last Name:	FEDERAL COMMUNICATIONS COMMISSION OFFICE OF THE SECRETARY	Suffix:
2) Applicant Name (if entity): UNITED STATES CELLULAR CORPORATION		3) Applicant TIN:		

Related FCC Regulated Businesses of Applicant/Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) TIN:	4d) Percent of Interest Held:
See Form 602-Telephone and Data Systems, Inc. filed contemporaneously with this report.			

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: H. Donald	MI:	Last Name: Nelson	suffix:
Title: President			
Signature: 			Date: 9/24/99

Failure To Sign This Application May Result In Dismissal Of The Application And Forfeiture Of Any Fees Paid

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONCESSION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

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3060-0799
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public burden estimate

Schedule for Disclosable Interest Holders

SEP 28 1999

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):		MI:	Last Name:	Suffix:
2) Disclosable Interest Holder Name (if entity): Telephone and Data Systems, Inc.			3) Disclosable Interest Holder's TIN:	
4) Disclosable Interest Holder's Address: 30 N. LaSalle Street, Suite 400 - Chicago, IL 60602				
5) Type of Interest in Applicant () (refer to Instructions for list)	6) Disclosable Interest Holder is a(n): () (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 80.99%	
8) Disclosable Interest Holder's Type of Ownership (refer to instructions for list): C-voting			9) Disclosable Interest Holder's Country of Citizenship: U.S.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):				

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in #3 (use additional sheets, if necessary):	11b) Principal Business:	11c) TIN:	11d) Percent of Interest Held:
See Form 602-Telephone and Data Systems, Inc. filed contemporaneously with this report.			

Attachment A
Schedule A
FCC Form 602

United States Cellular Corporation

Officers and Directors

LeRoy T. Carlson, Jr.
Chairman and Director

Richard W. Goehring
Executive Vice President-Engineering

H. Donald Nelson,
Director and President and CEO

Russell F. Arsaga
Vice President-Engineering

LeRoy T. Carlson
Director

Stephen D. Clark
Vice President-Operations

J. Samuel Crowley
Director

Joyce V. Gab **Kneeland**
Executive Vice President-Operations

Walter C.D. **Carlson**, Esq.
Director

J. Russell Williams
Vice President-Central/West
Region Operations

Paul-Henri Denuit
Director

Linda L. Baker
Vice President-Customer Service

Sandra L. Helton
Director

Leon J. **Hensen**
Vice President-Central Operations

Kenneth R. Meyers
Director, Executive Vice President
Finance (CFO) & Treasurer

Michael Mutz
Vice President-Eastern Operations

Douglas S. Arnold
Vice President - Human Resources

Stephen P. Fitzell, Esq.
Secretary

James D. West
Vice President - Southwest/West Operations

Sherry S. Treston, Esq.
Assistant Secretary

Eva-Maria Wohn
Vice President- External Affairs

Mark A. Krohse
Assistant Secretary

David M. Friedman
Vice President-Marketing

James J. Zander
Assistant Secretary

United States Cellular Corporation
FCC Form 602
Exhibit I

Question 10(a)
Five Percent or Greater Shareholder
of United States Cellular Corporation

The following information is current as of February 28, 1999.

Series A Common Shares

There are **33,005,877** Series A Common Shares of United States Cellular Corporation (“USCC”) outstanding. TDS owns 100% of this class of stock. This stock has ten votes per share and has the voting power to elect 75% of USCC’s Board of Directors and thus has control of USCC.

USCC Common Shares

There are **54,397,704** Common Shares of USCC outstanding. The only shareholder who votes more than five percent of the Common Shares of USCC are: TDS, which owns **37,782,826** Common Shares (69.5% of class) representing 95.68 percent of the total (Common and Series A Common) voting interest in USCC and the Equitable Companies, Inc., 787 Seventh Avenue, New York, New York, 10019, and its affiliates, which in turn are controlled by foreign investors, and votes **3,902,200** Common Shares (7.2% of class) representing 1 .0 percent of the total (Common and Series A Common) voting interest in USCC. The foreign investor equity interest of these companies in USCC is approximately 3 percent.

Preferred Stock

As of February 28, 1999, there were no shares of Preferred stock of USCC outstanding.

All Classes of Stock

Overall, TDS controls approximately 95.7% of the voting power of USCC’s voting shares.