

ELLISON JAY

Form 4

November 21, 2018

FORM 4**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).

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
ELLISON JAY

2. Issuer Name **and** Ticker or Trading
Symbol
UNITED STATES CELLULAR
CORP [USM]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
8410 W. BRYN MAWR
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/19/2018

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
EVP-Operations

CHICAGO, IL 60631

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Shares	11/19/2018		M		3,950	A	\$ 45.64	3,950	D
Common Shares	11/19/2018		F ⁽¹⁾		3,555	D	\$ 55.62	395	D
Common Shares	11/19/2018		M		37,934	A	\$ 45.87	38,329	D
Common Shares	11/19/2018		F ⁽³⁾		34,230	D	\$ 55.62	4,099	D
Common Shares	11/20/2018		S		4,099	D	\$ 55.08	0	D

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

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(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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Shares	\$ 45.64	11/19/2018		M		3,950		<u>(2)</u>	11/12/2023	Common Shares	3,950
Common Shares	\$ 45.87	11/19/2018		M		37,934		<u>(2)</u>	04/01/2026	Common Shares	37,934

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
ELLISON JAY 8410 W. BRYN MAWR CHICAGO, IL 60631	EVP-Operations

Signatures

Julie D. Mathews, by power
of atty 11/21/2018

__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) Shares withheld to pay for exercise cost (3,241) and tax liability (314).
- (2) Currently exercisable
- (3) Shares withheld to pay for exercise cost (31,284) and tax liability (2,946).

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