

Drake Deirdre
Form 4
October 18, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Drake Deirdre

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)
10/16/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP-Chief HR Officer

CHICAGO, IL 606031

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(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 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 or Price		
Common Shares	10/16/2018		M		18,075 A \$ 40.8	D	
Common Shares	10/16/2018		F(1)		16,015 D \$ 48.64	D	
Common Shares	10/16/2018		M		10,691 A \$ 36.42	D	
Common Shares	10/16/2018		F(3)		8,792 D \$ 48.64	D	
Common Shares	10/16/2018		M		17,250 A \$ 45.87	D	

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Common Shares 10/16/2018 F(4) 16,555 D \$ 48.64 4,654 D

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

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SEC 1474 (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)	Amount or Number of Shares
Common Shares	\$ 40.8	10/16/2018		M	18,075	<u>(2)</u> 04/15/2024	Common Shares	18,075
Common Shares	\$ 36.42	10/16/2018		M	10,691	<u>(2)</u> 04/01/2025	Common Shares	10,691
Common Shares	\$ 45.87	10/16/2018		M	17,250	<u>(2)</u> 04/01/2026	Common Shares	17,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Drake Deirdre 8410 W. BRYN MAWR CHICAGO, IL 606031			EVP-Chief HR Officer	

Signatures

Julie D. Mathews, by power of atty 10/18/2018

**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 price (15,162 shares) and tax liability (854 shares)

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- (2) Currently exercisable
- (3) Shares withheld to pay for exercise price (8,005 shares) and tax liability (787 shares)
- (4) Shares withheld to pay for exercise price (16,268 shares) and tax liability (288 shares)

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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