

UNITED STATES CELLULAR CORP
 Form 4
 May 17, 2007

FORM 4

**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).

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 *
MEYERS KENNETH R

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. BYRN MAWR, STE. 7000
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/15/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chief Accounting Officer

CHICAGO, IL 60631

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

(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 or Price		
Common Shares	05/15/2007		M		4,010 A \$ 25.25	103,064 ⁽¹⁾	D
Common Shares	05/15/2007		M		7,680 A \$ 33.94	103,064 ⁽¹⁾	D
Common Shares	05/15/2007		M		9,600 A \$ 44	103,064 ⁽¹⁾	D
Common Shares	05/15/2007		M		26,225 A \$ 41	103,064 ⁽¹⁾	D
Common Shares	05/15/2007		M		66,275 A \$ 23.61	103,064 ⁽¹⁾	D

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Common Shares	05/15/2007	M	17,200	A	\$ 45.63	103,064 ⁽¹⁾	D
Common Shares	05/15/2007	F	56,919	D	⁽²⁾	103,064 ⁽¹⁾	D
Common Shares	05/15/2007	F	28,981	D	⁽³⁾	103,064 ⁽¹⁾	D

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

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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	\$ 25.25	05/15/2007		M	4,010	⁽⁴⁾ 06/14/2007 ⁽⁵⁾	Common Shares 4,010
Common Shares	\$ 33.94	05/15/2007		M	7,680	⁽⁴⁾ 03/31/2008	Common Shares 7,680
Common Shares	\$ 44	05/15/2007		M	9,600	⁽⁴⁾ 03/31/2009	Common Shares 9,600
Common Shares	\$ 41	05/15/2007		M	26,225	⁽⁴⁾ 03/31/2012	Common Shares 26,225
Common Shares	\$ 23.61	05/15/2007		M	66,275	⁽⁴⁾ 03/13/2013	Common Shares 66,275
Common Shares	\$ 45.63	05/15/2007		M	17,200	⁽⁴⁾ 03/31/2015	Common Shares 17,200

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other
X Chief Accounting Officer

MEYERS KENNETH R
8410 W. BYRN MAWR, STE. 7000
CHICAGO, IL 60631

Signatures

Julie D. Mathews, by power
of atty

05/17/2007

__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).

- Includes 2,500 shares held by children of which reporting person disclaims beneficial ownership of children's shares. Includes 1,000
- (1) shares held by a trust of which reporting person denies current beneficial ownership in. Includes 13,897 restricted stock units that vest on March 31, 2008.
 - (2) Withholding of common shares for payment of the option exercise price in connection with the exercise of options awarded under the United States Cellular long term incentive plan.
 - (3) Withholding of common shares as settlement for taxes due in connection with the exercise price of an option awarded under the United States Cellular long term incentive plan.
 - (4) Granted under the United States Cellular long term incentive plan.
- Shares granted on May 14, 1997 under the United States Cellular Corp. long term incentive plan. Shares originally had an expiration date
- (5) of May 14, 2007. The option exercise period was extended 30 days since the reporting person was subject to a temporary halt in trading (blackout) until May 16, 2007.

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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