

TELEPHONE & DATA SYSTEMS INC /DE/
Form 8-K
June 01, 2016

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of

the Securities Exchange Act of 1934

Date of Report (Date of earliest event
reported): May 26, 2016

TELEPHONE AND DATA
SYSTEMS, INC.
(Exact name of registrant as specified
in its charter)

Delaware 01-14157 36-2669023
(State (I.R.S.
or Employer
other (Commission Identification
jurisdiction No.)
of
incorporation
or File Number)
organization)

30 North LaSalle Street, Suite 4000,
Chicago, Illinois 60602
(Address of principal executive
offices) (Zip code)

Registrant's telephone number,
including area code: (312) 630-1900

Not Applicable
(Former name or former address, if
changed since last report)

Check the appropriate box below if
the Form 8-K filing is intended to

simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07. Submission of Matters to a Vote of Security Holders.

At the Annual Meeting of Shareholders on May 26, 2016, the following number of votes were cast for the matters indicated.

1. Election of Directors.

The following directors received the following votes and were elected:

a. For the election of eight Directors of TDS by the holders of Series A Common Shares and Preferred Shares:

| Nominee | For | Withhold | Broker Non-vote |
|--------------------------|------------|----------|-----------------|
| LeRoy T. Carlson, Jr. | 71,159,473 | - | 9,020 |
| Letitia G. Carlson, M.D. | 71,159,473 | - | 9,020 |
| Prudence E. Carlson | 71,159,473 | - | 9,020 |
| Walter C.D. Carlson | 71,159,473 | - | 9,020 |
| Kenneth R. Meyers | 71,159,473 | - | 9,020 |
| Christopher D. O'Leary | 71,159,473 | - | 9,020 |
| Herbert S. Wander | 71,159,473 | - | 9,020 |
| David A. Wittwer | 71,159,473 | - | 9,020 |

b. For the election of four Directors of TDS by the holders of Common Shares:

| Nominee | For | Withhold | Broker Non-vote |
|---------------------|------------|------------|-----------------|
| Clarence A. Davis | 87,074,300 | 5,538,654 | 3,583,642 |
| George W. Off | 74,548,686 | 18,064,268 | 3,583,642 |
| Mitchell H. Saranow | 76,697,723 | 15,915,231 | 3,583,642 |

Gary L. Sugarman 87,059,066 5,553,888 3,583,642

2. Proposal to ratify the selection of PricewaterhouseCoopers LLP as Independent Registered Public Accountants for 2016.

This proposal received the following votes and was approved:

| For | Against | Abstain | Broker Non-vote |
|-------------|---------|---------|-----------------|
| 122,991,356 | 224,844 | 19,855 | - |

3. Proposal to approve, on an advisory basis, the compensation of our named executive officers as disclosed in TDS' Proxy Statement dated April 13, 2016 (commonly known as "Say-on-Pay").

This proposal received the following votes and was approved:

| For | Against | Abstain | Broker Non-vote |
|-------------|-----------|---------|-----------------|
| 119,556,166 | 1,615,692 | 115,487 | 1,948,709 |

4. Shareholder Proposal to recapitalize TDS' outstanding stock to have an equal vote per share.

This proposal received the following votes and was defeated:

| For | Against | Abstain | Broker Non-vote |
|------------|------------|---------|-----------------|
| 36,141,059 | 85,063,584 | 82,703 | 1,948,709 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Telephone and Data
Systems, Inc.
(Registrant)

Date: June 1, 2016

By: /s/ Douglas D. Shuma
Douglas D. Shuma
Senior Vice
President-Finance and
Chief Accounting
Officer
(principal financial
officer and principal
accounting officer)