

TELEPHONE & DATA SYSTEMS INC /DE/
Form 8-K/A
June 04, 2018

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

FORM 8-K/A

CURRENT
REPORT

Pursuant to
Section 13 or
15(d) of

the Securities
Exchange Act of
1934

Date of Report
(Date of earliest
event reported):
February 23,
2018

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

Delaware 001-14157 36-2669023
(State (Commission (I.R.S.
or Employer
other 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))

Indicate by check mark whether the
registrant is an emerging growth
company as defined in Rule 405 of
the Securities Act of 1933 (§230.405
of this chapter) or Rule 12b-2 of the
Securities Exchange Act of 1934

(§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

Telephone and Data Systems, Inc. (“TDS”) previously filed a Current Report on Form 8-K dated February 23, 2018, which disclosed, among other things, that Douglas W. Chambers would be appointed as Senior Vice President - Finance and Chief Accounting Officer effective May 18, 2018. This Form 8-K amends and supplements the initial Form 8-K filing pursuant to paragraphs (c)(3) and (e) of Item 5.02, as follows:

TDS entered into a letter agreement (“Letter Agreement”) with Douglas W. Chambers in connection with his appointment as Senior Vice President - Finance and Chief Accounting Officer. Subject to the conditions set forth in the Letter Agreement, Mr. Chambers will be eligible to receive, among other things, (i) an annual base salary of \$360,000 per year; (ii) an annual bonus program target of 45% of his annual base salary; and (iii) an annual equity award target of 110% of his annual base salary.

The foregoing brief description is qualified by reference to the summary of such agreement attached which is incorporated by reference herein as Exhibit 10.1

Item 9.01. Financial Statements and Exhibits

(d) Exhibits:

| Exhibit Number | Description of Exhibits |
|----------------|--|
| 10.1 | <u>Summary of Letter Agreement between TDS and Douglas W. Chambers</u> |

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 4, 2018 By: /s/ Douglas W.
Chambers
Douglas W. Chambers
Senior Vice
President-Finance and
Chief Accounting
Officer
(principal financial
officer and principal
accounting officer)