

UNITED STATES CELLULAR CORP  
Form 8-K  
May 22, 2014

**FORM 8-K**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**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 20, 2014**

**UNITED STATES CELLULAR CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation or  
organization)

**1-9712**  
(Commission File Number)

**62-1147325**  
(I.R.S. Employer  
Identification No.)

**8410 West Bryn Mawr, Chicago, Illinois**  
(Address of principal executive offices)

**60631**  
(Zip Code)

Registrant's telephone number, including area code: **(773) 399-8900**

**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))

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

At the Annual Meeting of Shareholders on May 20, 2014, the following number of votes were cast for the matters indicated. The following voting results are final.

1. Election of Directors:

The following directors received the following votes and were elected:

a. For the election of one Class III Director of U.S. Cellular by the holders of Common Shares:

|                   |            |                 | <b>Broker</b>   |
|-------------------|------------|-----------------|-----------------|
| <u>Nominee</u>    | <u>For</u> | <u>Withhold</u> | <u>Non-vote</u> |
| J. Samuel Crowley | 49,045,099 | 169,528         | 1,235,702       |

b. For the election of two Class III Directors of U.S. Cellular by the holder of Series A Common Shares:

|                       |             |                 | <b>Broker</b>   |
|-----------------------|-------------|-----------------|-----------------|
| <u>Nominee</u>        | <u>For</u>  | <u>Withhold</u> | <u>Non-vote</u> |
| LeRoy T. Carlson, Jr. | 330,058,770 | -               | -               |
| Walter C.D. Carlson   | 330,058,770 | -               | -               |

2. Proposal to ratify the selection of PricewaterhouseCoopers LLP as Independent Registered Public Accountants for 2014:

This proposal received the following votes and was approved:

|  | <b><u>For</u></b> | <b><u>Against</u></b> | <b><u>Abstain</u></b> | <b>Broker</b>               |
|--|-------------------|-----------------------|-----------------------|-----------------------------|
|  | 380,167,141       | 325,461               | 16,497                | <b><u>Non-vote</u></b><br>- |

3. Proposal to approve, on an advisory basis, the compensation of our named executive officers as disclosed in U.S. Cellular's Proxy Statement dated April 7, 2014 (commonly known as "Say-on-Pay"):

This proposal received the following votes and was approved:

|  | <b><u>For</u></b> | <b><u>Against</u></b> | <b><u>Abstain</u></b> | <b>Broker</b>                       |
|--|-------------------|-----------------------|-----------------------|-------------------------------------|
|  | 375,199,570       | 229,196               | 3,844,631             | <b><u>Non-vote</u></b><br>1,235,702 |

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| 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, thereto duly authorized. |                                       |  |
|   |                                       |  |
| United States Cellular Corporation  |                                       |  |
| (Registrant)  |                                       |  |
|   |                                       |  |
| Date:   | May 22, 2014                          |  |
|   |                                       |  |
| By:   | /s/ Steven T. Campbell                |  |
|   | Steven T. Campbell                    |  |
|   | Executive Vice President - Finance,   |  |
|   | Chief Financial Officer and Treasurer |  |
|   | (principal financial officer)         |  |

