TELEPHONE & DATA SYSTEMS INC /DE/ Form 10-Q August 03, 2012

#### **UNITED STATES**

#### SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### **FORM 10-Q**

**X** QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2012

OR

" TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from

to

Commission File Number 001-14157

TELEPHONE AND DATA SYSTEMS, INC.

(Exact name of registrant as specified in its charter)

Delaware 36-2669023

(State or other jurisdiction or incorporation of (I.R.S. Employer Identification No.)

#### Edgar Filing: TELEPHONE & DATA SYSTEMS INC /DE/ - Form 10-Q

organization)

#### 30 North LaSalle Street, Chicago, Illinois 60602

(Address of principal executive offices) (Zip Code)

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

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes x No "

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes x No "

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b 2 of the Exchange Act.

Large accelerated filer x

Accelerated filer "

Non-accelerated filer "

Smaller reporting company "

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes " No x

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Class

Outstanding at June 30, 2012

Common Shares, \$.01 par value Series A Common Shares, \$.01 par value 101,495,552 Shares 7,135,334 Shares

## Table of contents

# Telephone and Data Systems, Inc.

# Quarterly Report on Form 10-Q For the Quarterly Period Ended June 30, 2012

### Index

Part I.	Financial Information					
	Item 1.	Financial Statements (Unaudited)				
		Consolidated Statement of Operations  Three and Six Months Ended June 30, 2012 and 2011	<u>3</u>			
		Consolidated Statement of Comprehensive Income  Three and Six Months Ended June 30, 2012 and 2011	<u>4</u>			
		Consolidated Statement of Cash Flows Six Months Ended June 30, 2012 and 2011	<u>5</u>			
		Consolidated Balance Sheet  June 30, 2012 and December 31, 2011	<u>6</u>			
		Consolidated Statement of Changes in Equity Six Months Ended June 30, 2012 and 2011	<u>8</u>			
		Notes to Consolidated Financial Statements	<u>10</u>			
	Item 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations	<u>26</u>			
		Overview Six Months Ended June 30, 2012 and 2011	26 32			

# Edgar Filing: TELEPHONE & DATA SYSTEMS INC /DE/ - Form 10-Q

		Results of Operations — Consolidated Results of Operations — U.S. Cellular Results of Operations — TDS Telecom Three Months Ended June 30, 2012 and 2011 Results of Operations — Consolidated Results of Operations — U.S. Cellular Results of Operations — TDS Telecom Recent Accounting Pronouncements Financial Resources Liquidity and Capital Resources Application of Critical Accounting Policies and Estimates Safe Harbor Cautionary Statement	32 34 39 44 44 45 47 51 51 54 58 62		
	Item 3.	Quantitative and Qualitative Disclosures About Market Risk	<u>65</u>		
	Item 4.	Controls and Procedures	<u>66</u>		
Part II.	Other Information				
	Item 1.	Legal Proceedings	<u>67</u>		
	Item 1A.	Risk Factors	<u>67</u>		
	Item 2.	Unregistered Sales of Equity Securities and Use of Proceeds	<u>67</u>		
	Item 5.	Other Information	<u>68</u>		
	Item 6.	Exhibits	<u>68</u>		
Signatures			<u>69</u>		

## Table of contents

## <u>Part I. Financial Information</u> <u>Item 1. Financial Statements</u>

# Telephone and Data Systems, Inc.

# **Consolidated Statement of Operations**

## (Unaudited)

	<b>Three Months Ended</b>			Six Months Ended		
(Dollars and shares in	June 30,			June 30,		
thousands, except per share amounts)	2012		2011	2012		2011
Operating revenues	\$ 1,323,169	\$	1,279,640	\$ 2,628,960	\$	2,538,321

# **Operating expenses**