

**TELEPHONE AND DATA SYSTEMS, INC.**  
**Reconciliation of Additional Disclosures**  
**April 23, 2007**

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**TELEPHONE AND DATA SYSTEMS, INC.**  
**Reconciliation of Additional Disclosures**

**For the Three Months Ended 12/31/06 and 12/31/05**

Quarter Ended at Dec. 31, 2006	U.S. Cellular
Operating cash flow:	
<b>Operating income as reported</b>	\$ 63,645
Add:	
Depreciation, amortization and accretion	145,661
<b>Operating cash flow</b>	<u>\$ 209,306</u>

Quarter Ended at Dec. 31, 2005	U.S. Cellular
Operating cash flow:	
<b>Operating income as reported</b>	\$ 66,191
Add:	
Depreciation and Amortization	128,243
(Gain) on sales of assets	(44,660)
<b>Operating cash flow</b>	<u>\$ 149,774</u>

**For the Twelve Months Ended 12/31/06 and 12/31/05**

Year Ended at Dec. 31, 2006	U.S. Cellular
Operating cash flow:	
<b>Operating income as reported</b>	\$ 289,896
Add:	
Depreciation, amortization and accretion	575,112
<b>Operating cash flow</b>	<u>\$ 865,008</u>

Year Ended at Dec. 31, 2005	U.S. Cellular
Operating cash flow:	
<b>Operating income as reported</b>	\$ 231,197
Add:	
Depreciation and Amortization	510,487
(Gain) on sales of assets	(44,660)
<b>Operating cash flow</b>	<u>\$ 697,024</u>

NB: The Operating Cash Flow amounts in the tables presented above are not determined in accordance with accounting principles generally accepted in the United States of America (GAAP). Management uses Operating Cash Flow to evaluate the operating performance of its business, and it is a measure of performance used by some investors, security analysts and others to make informed investment decisions. Operating Cash Flow is used as an analytical indicator of income generated to service debt and fund capital expenditures. In addition, multiples of current or projected Operating Cash Flow are used to estimate current or prospective enterprise value. Operating Cash Flow does not give effect to cash used for debt service requirements, and thus does not reflect funds available for investment or other discretionary uses. Operating Cash Flow as presented herein may not be comparable to similarly titled measures reported by other companies.

(1) Financial data from TDS's 80 percent-owned subsidiary Suttle-Strauss, TDS Corporate operations and intercompany eliminations

# UNITED STATES CELLULAR CORPORATION

## Reconciliation of Sales and Marketing Cost per Gross Customer Addition

Quarter Ended	As Restated				
	12/31/06	9/30/06	6/30/06	3/31/06	12/31/05
<i>(Dollars in thousands, except per customer amounts)</i>					
Components of cost					
Selling, general and administrative expenses related to the acquisition of new customers (1)	\$ 163,771	\$ 154,079	\$ 149,240	\$ 144,996	\$ 162,373
Cost of equipment sold to new customers (2)	111,857	101,409	91,752	104,372	102,637
Less equipment sales revenues from new customers (3)	<u>(76,795)</u>	<u>(74,442)</u>	<u>(66,288)</u>	<u>(70,437)</u>	<u>(56,487)</u>
Total cost	\$ 198,833	\$ 181,046	\$ 174,704	\$ 178,931	\$ 208,523
Gross customer additions (000s) (4)	389	365	347	434	419
Sales and marketing cost per gross customer addition (5)	<u>\$ 511</u>	<u>\$ 496</u>	<u>\$ 503</u>	<u>\$ 412</u>	<u>\$ 498</u>

(1) Selling, general and administrative expenses related to the acquisition of new customers is reconciled to total selling, general and administrative expenses as follows:

	12/31/06	9/30/06	6/30/06	3/31/06	12/31/05
<i>(Dollars in thousands)</i>					
Selling, general and administrative expenses as reported	370,696	358,392	342,769	327,704	337,558
Less expenses related to serving and retaining customers	<u>(206,925)</u>	<u>(204,313)</u>	<u>(193,529)</u>	<u>(182,708)</u>	<u>(175,185)</u>
Selling, general and administrative expenses related to the acquisition of new customers	<u>163,771</u>	<u>154,079</u>	<u>149,240</u>	<u>144,996</u>	<u>162,373</u>

(2) Cost of equipment sold, excluding amounts related to the retention of existing customers is reconciled to total cost of equipment sold as follows:

	12/31/06	9/30/06	6/30/06	3/31/06	12/31/05
<i>(Dollars in thousands)</i>					
Cost of equipment sold as reported	151,414	140,757	133,416	143,316	137,057
Less cost of equipment sold related to the retention of existing customers	<u>(39,557)</u>	<u>(39,348)</u>	<u>(41,664)</u>	<u>(38,944)</u>	<u>(34,420)</u>
Cost of equipment sold to new customers	<u>111,857</u>	<u>101,409</u>	<u>91,752</u>	<u>104,372</u>	<u>102,637</u>

(3) Equipment sales revenues, excluding amounts related to the retention of existing customers is reconciled to total equipment sales revenues as follows:

	12/31/06	9/30/06	3/31/06	3/31/06	12/31/05
<i>(Dollars in thousands)</i>					
Equipment sales revenues as reported	70,456	66,703	54,432	67,154	48,663
Less equipment sales revenues related to the retention of existing customers, net of agent rebates	<u>(13,154)</u>	<u>(13,530)</u>	<u>(12,823)</u>	<u>(14,045)</u>	<u>(8,846)</u>
Add agent rebate reductions of equipment sales revenues related to the retention of existing customers	<u>19,493</u>	<u>21,269</u>	<u>24,679</u>	<u>17,328</u>	<u>16,670</u>
Equipment sales revenues from new customers	<u>76,795</u>	<u>74,442</u>	<u>66,288</u>	<u>70,437</u>	<u>56,487</u>

(4) Gross customer additions represent customers added to U.S. Cellular's customer base, during the respective periods presented, through its marketing distribution channels.

(5) The definition of sales and marketing cost per gross customer addition that U.S. Cellular uses as a measure of the cost to acquire additional customers through its marketing distribution channels may not be comparable to similarly titled measures that are reported by other companies.

**UNITED STATES CELLULAR CORPORATION**  
**Reconciliation of Monthly General and Administrative Expenses per Customer**

Quarter Ended	As Restated				
	12/31/06	9/30/06	6/30/06	3/31/06	12/31/05
<i>(Dollars in thousands, except per customer amounts)</i>					
Components of cost (1)					
Selling, general and administrative expenses as reported	\$ 370,696	\$ 358,392	\$ 342,769	\$ 327,704	\$ 337,558
Less selling, general and administrative expenses related to the acquisition of new customers	(163,771)	(154,079)	(149,240)	(144,996)	(162,373)
Add cost of equipment sold related to the retention of existing customers	39,557	39,348	41,664	38,944	34,420
Less equipment sales revenues related to the retention of existing customers, excluding agent sales	(13,154)	(13,530)	(12,823)	(14,045)	(8,846)
Add agent rebate reductions of equipment sales revenues related to the retention of existing customers	19,493	21,269	24,679	17,328	16,670
Net cost of serving and retaining customers	\$ 252,821	\$ 251,400	\$ 247,049	\$ 224,935	\$ 217,429
Divided by average customers during period (000s) (2)	5,757	5,716	5,670	5,554	5,360
Divided by three months in each period	3	3	3	3	3
Marketing cost per gross customer activation (5)	\$ 14.64	\$ 14.66	\$ 14.52	\$ 13.50	\$ 13.52

(1) These components were previously identified in the table in Sheet 3. CPGA Recon, which calculates sales and marketing cost per gross customer addition, and related footnotes.

(2) Average customers for the three month periods were derived in a manner similar to the average customers definition used in footnote 2 to the table in the Summary Operating Data sheet contained in the U.S. Cellular earnings release document.

**TELEPHONE AND DATA SYSTEMS, INC.**  
**Reconciliation of Additional Disclosures**  
**Financial Guidance for the Year Ending December 31, 2006**

*TDS Telecom full-year 2006 guidance as of Feb. 23, 2007*

<b>TDS Telecom: ILEC</b>	<b>Guidance as of 2/23/2007</b>
<b>Operating Revenues</b>	<b>\$645 - \$655 million</b>
<b>Operating Cash Flow<sup>(1)</sup>:</b>	<b>Approx. \$270 million</b>
<b>Operating Income</b>	<b>Approx. \$135 million</b>
Depreciation and amortization	<b>\$135 million</b>
Operating Cash Flow	<b>Approx. \$270 million</b>
<b>Capital Expenditures<sup>(2)</sup></b>	<b>\$105 - \$115 million</b>

<b>TDS Telecom: CLEC</b>	<b>Guidance as of 2/23/2007</b>
<b>Operating Revenues</b>	<b>\$230 - \$240 million</b>
<b>Operating Cash Flow<sup>(1)</sup>:</b>	<b>Approx. \$20 million</b>
<b>Operating Income (Loss)</b>	<b>Approx. \$(5) million</b>
Depreciation and amortization	<b>\$25 million</b>
Operating Cash Flow	<b>Approx. \$20 million</b>
<b>Capital Expenditures</b>	<b>Approx. \$20 million</b>

(1) Operating Cash Flow as used above represents operating income before depreciation, amortization and accretion, and excludes loss on impairment of intangible assets, and (gain) loss on assets held for sale. Operating Cash Flow is not presented as an alternative measure of operating results or cash flows from operating activities as determined in accordance with accounting principles generally accepted in the United States of America. Management uses Operating Cash Flow to evaluate the operating performance of its business, and it is a measure of performance used by some investors, security analysts and others to make informed investment decisions. Operating Cash Flow is used as an analytical indicator of income generated to service debt and fund capital expenditures. In addition, multiples of current or projected Operating Cash Flow are used to estimate current or prospective enterprise value. Operating Cash Flow does not give effect to cash used for debt service requirements, and thus does not reflect funds available for investment or other discretionary uses. Operating Cash Flow as presented herein may not be

(2) Includes approximately \$95 million to support ongoing operations and approximately \$10-\$20 million for strategic initiatives.

Any guidance that is not consistent with the above should not be relied upon. The foregoing guidance represents the views of management as of the dates indicated and should not be assumed to be accurate as of any date other than such date. TDS undertakes no legal duty to update such information whether as a result of new information, future

# TELEPHONE AND DATA SYSTEMS, INC.

## Financial Guidance for the Year Ending December 31, 2007

U.S. Cellular and TDS Telecom (ILEC and CLEC) guidance as of April 23, 2007 is as follows:

U.S. Cellular	Guidance as of 4/23/2007
<b>Net Retail Customer Additions</b>	375,000 - 425,000
<b>Service Revenues</b>	Approx. \$3.5 billion <sup>(2)</sup>
<b>Operating Cash Flow<sup>(1)</sup>:</b>	\$990 - \$1,040 million <sup>(2)</sup>
<b>Operating Income</b>	\$375 - \$425 million <sup>(2)</sup>
Depreciation, Amortization & Accretion	Approx. \$615 million <sup>(2)</sup>
Operating Cash Flow	\$990 - \$1,040 million <sup>(2)</sup>
<b>Capital Expenditures</b>	\$600 - \$615 million <sup>(2)</sup>

TDS Telecom: ILEC and CLEC	Guidance as of 4/23/2007 <sup>(2)</sup>
<b>Operating Revenues</b>	\$850 - \$900 million
<b>Operating Cash Flow<sup>(1)</sup>:</b>	\$285 - \$305 million
<b>Operating Income</b>	\$130 - \$150 million
Depreciation and amortization	\$155 million
Operating Cash Flow	\$285 - \$305 million
<b>Capital Expenditures</b>	\$110 - \$130 million

(1) Operating Cash Flow as used above represents operating income before depreciation, amortization and accretion, and excludes loss on impairment of intangible assets, and (gain) loss on assets held for sale. Operating Cash Flow is not presented as an alternative measure of operating results or cash flows from operating activities as determined in accordance with accounting principles generally accepted in the United States of America. Management uses Operating Cash Flow to evaluate the operating performance of its business, and it is a measure of performance used by some investors, security analysts and others to make informed investment decisions. Operating Cash Flow is used as an analytical indicator of income generated to service debt and fund capital expenditures. In addition, multiples of current or projected Operating Cash Flow are used to estimate current or prospective enterprise value. Operating Cash Flow does not give effect to cash used for debt service requirements, and thus does not reflect funds available for investment or other discretionary uses. Operating Cash Flow as presented herein may not be comparable to similarly titled measures reported by other companies.

(2) Unchanged from guidance issued on Feb. 23, 2007

Any guidance that is not consistent with the above should not be relied upon. The foregoing guidance represents the views of management as of the dates indicated and should not be assumed to be accurate as of any date other than such date. TDS undertakes no legal duty to update such information whether as a result of new information, future events or otherwise.

**PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995**  
**SAFE HARBOR CAUTIONARY STATEMENT**

These documents contain statements that are not based on historical fact and represent forward-looking statements, as this term is defined in the Private Securities Litigation Reform Act of 1995. All statements, other than statements of historical facts, that address activities, events or developments that TDS intends, expects, projects, believes or anticipates will or may occur in the future are forward-looking statements. The words "believes," "anticipates," "estimates," "expects," "plans," "intends" and similar expressions are intended to identify these forward-looking statements, but are not the exclusive means of identifying them. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results, events or developments to be significantly different from any future results, events or developments expressed or implied by such forward-looking statements. Such risks, uncertainties and other factors include those set forth below, as more fully discussed under "Risk Factors" in TDS's Form 10-K for the year ended December 31, 2005. However, such factors are not necessarily all of the important factors that could cause actual results, performance or achievements to differ materially from those expressed in, or implied by, the forward-looking statements contained in this document. Other unknown or unpredictable factors also could have material adverse effects on future results, performance or achievements. TDS undertakes no obligation to update publicly any forward-looking statements whether as a result of new information, future events or otherwise. You should carefully consider the Risk Factors in TDS's Form 10-K for the year ended December 31, 2005, the following factors and other information contained in, or incorporated by reference into, this, a Form 8-K and/or press release attached to this Form 8-K to understand the material risks relating to TDS's business.

- Intense competition in the markets in which TDS operates could adversely affect TDS's revenues or increase its costs to compete.
- Consolidation in the telecommunications industry could adversely affect TDS's revenues and increase its costs of doing business.
- Advances or changes in telecommunications technology, such as Voice over Internet Protocol or WiMAX, could render certain technologies used by TDS obsolete, could reduce TDS's revenues or increase its costs of doing business.
- Changes in the regulatory environment or a failure by TDS to timely or fully comply with any regulatory requirements could adversely affect TDS's financial condition, results of operations or ability to do business.
- Changes in TDS's enterprise value, changes in the supply or demand of the market for wireless licenses or telephone company franchises, adverse developments in the business or the industry in which TDS is involved and/or other factors could require TDS to recognize impairments in the carrying value of TDS's license costs, goodwill and/or physical assets.
- Early redemptions of debt or repurchases of debt, issuances of debt, changes in prepaid forward contracts, changes in operating leases, changes in purchase obligations or other factors or developments could cause the amounts reported under Contractual or Other Obligations in TDS's most recent Annual Report on Form 10-K, as updated by the Quarterly Reports on Form 10-Q, to be different from the amounts actually incurred.
- Changes in accounting standards or changes in TDS's accounting policies, estimates and/or in the assumptions underlying the accounting estimates, including those described in Application of Critical Accounting Policies and Estimates included in TDS's most recent Annual Report on Form 10-K, as updated by Quarterly Reports on Form 10-Q, could have an adverse effect on TDS's financial condition or results of operations.
- Settlements, judgments, restraints on its current or future manner of doing business and/or legal costs resulting from pending and future litigation could have an adverse effect on TDS's financial condition, results of operations or ability to do business.
- Costs, integration problems or other factors associated with acquisitions/divestitures of properties and/or licenses and/or expansion of TDS's business could have an adverse effect on TDS's business, financial condition or results of operations.
- A significant portion of TDS's wireless revenues is derived from customers who buy services through independent agents and dealers who market TDS's services on a commission basis. If TDS's relationships with these agents and dealers are seriously harmed, its wireless revenues could be adversely affected.
- TDS's investments in technologies which are unproven or for which success has not yet been demonstrated may not produce the benefits that TDS expects.
- An inability to obtain or maintain roaming arrangements with other carriers on terms that are acceptable to TDS, and/or changes in roaming rates and the lack of standards and roaming agreements for wireless data products, could have an adverse effect on TDS's business, financial condition or results of operations.
- Changes in access to content for data or video services and access to new handsets being developed by vendors, or an inability to manage its supply chain or inventory successfully, could have an adverse effect on TDS's business, financial condition or results of operations.
- A failure by TDS's service offerings to meet customer expectations could limit TDS's ability to attract and retain customers and have an adverse effect on TDS's operations.

- A failure by TDS to complete significant network build-out and system implementation as part of its plans to build out new markets and improve the quality and capacity of its network could have an adverse effect on its operations.
- A failure by TDS's wireless business to acquire adequate radio spectrum could have an adverse effect on TDS's business and operations.
- Financial difficulties of TDS's key suppliers or vendors, or termination or impairment of TDS's relationships with such suppliers or vendors, could result in a delay or termination of TDS's receipt of equipment or services, which could adversely affect TDS's business and results of operations.
- An increase in TDS's debt in the future could subject TDS to various restrictions and higher interest costs and decrease its cash flows and earnings.
- An inability to attract and/or retain management, technical, sales and other personnel could have an adverse effect on TDS's business, financial condition or results of operations.
- TDS has significant investments in entities that it does not control. Losses in the value of such investments could have an adverse effect on TDS's results of operations or financial condition.
- Changes in guidance or interpretations of accounting requirements, changes in industry practice, identification of errors or changes in management assumptions could require amendments to or restatements of financial information or disclosures included in this or prior filings with the SEC.
- Uncertainty of access to capital for telecommunications companies, deterioration in the capital markets, other changes in market conditions, changes in TDS's credit ratings or other factors could limit or restrict the availability of financing on terms acceptable to TDS, which could require TDS to reduce its construction, development and acquisition programs.
- Changes in income tax rates, laws, regulations or rulings, or federal or state tax assessments could have an adverse effect on TDS's financial condition or results of operations.
- War, conflicts, hostilities and/or terrorist attacks or equipment failure, power outages, natural disasters or breaches of network or information technology security could have an adverse effect on TDS's business, financial condition or results of operations.
- Changes in general economic and business conditions, both nationally and in the markets in which TDS operates could have an adverse effect on TDS's business, financial condition or results of operations.
- Changes in facts or circumstances, including new or additional information that affects the calculation of potential liabilities for contingent obligations under guarantees, indemnities or otherwise, could require TDS to record charges in excess of amounts accrued in the financial statements, if any, which could have an adverse effect on TDS's financial condition or results of operations.
- A failure to successfully remediate existing material weaknesses in internal control over financial reporting in a timely manner or the identification of additional material weaknesses in the effectiveness of internal control over financial reporting could result in inaccurate financial statements or inadequate disclosures or fail to prevent fraud, which could have an adverse effect on TDS's business, financial condition or results of operations.
- The restatement of financial statements by TDS and related matters, including resulting delays in filing periodic reports with the SEC, could have an adverse effect on TDS's credit rating, liquidity, financing arrangements, capital resources and ability to access the capital markets, including pursuant to shelf registration statements; could adversely affect TDS's listing arrangements on the American Stock Exchange and/or New York Stock Exchange; and/or could have other negative consequences, any of which could have an adverse effect on the trading prices of TDS's publicly traded equity and/or debt and/or on TDS's business, financial condition or results of operations.
- The pending SEC investigation regarding the restatement of TDS's financial statements could result in substantial expenses, and could result in monetary or other penalties.
- The possible development of adverse precedent in litigation or conclusions in professional studies to the effect that radio frequency emissions from handsets, wireless data devices and/or cell sites cause harmful health consequences, including cancer or tumors, or may interfere with various electronic medical devices such as pacemakers, could have an adverse effect on TDS's wireless business, financial condition or results of operations.
- TDS's assets are concentrated in the U.S. telecommunications industry. As a result, its results of operations may fluctuate based on factors related entirely to conditions in this industry.
- As TDS continues to implement its strategies, there are internal and external factors that could impact its ability to successfully meet its objectives.
- Any of the foregoing events or other events could cause revenues, customer additions, operating income, capital expenditures and/or any other financial or statistical information to vary from TDS's forward estimates by a material amount.
- The market prices of TDS's Common Shares and Special Common Shares are subject to fluctuations due to a variety of factors.

- Certain matters, such as control by the TDS Voting Trust and provisions in the TDS Restated Certificate of Incorporation, may serve to discourage or make more difficult a change in control of TDS.

TDS undertakes no obligation to update publicly any forward-looking statements whether as a result of new information, future events or otherwise. Readers should evaluate any statements in light of these important factors.

**PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995  
SAFE HARBOR CAUTIONARY STATEMENT**

These documents contain statements that are not based on historical fact and represent forward-looking statements, as this term is defined in the Private Securities Litigation Reform Act of 1995. All statements, other than statements of historical facts, that address activities, events or developments that U.S. Cellular intends, expects, projects, believes or anticipates will or may occur in the future are forward-looking statements. The words "believes," "anticipates," "estimates," "expects," "plans," "intends" and similar expressions are intended to identify these forward-looking statements, but are not the exclusive means of identifying them. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results, events or developments to be significantly different from any future results, events or developments expressed or implied by such forward-looking statements. Such risks, uncertainties and other factors include those set forth below, as more fully discussed under "Risk Factors" in U.S. Cellular's Form 10-K for the year ended December 31, 2005. However, such factors are not necessarily all of the important factors that could cause actual results, performance or achievements to differ materially from those expressed in, or implied by, the forward-looking statements contained in this document. Other unknown or unpredictable factors also could have material adverse effects on future results, performance or achievements. U.S. Cellular undertakes no obligation to update publicly any forward-looking statements whether as a result of new information, future events or otherwise. You should carefully consider the Risk Factors in U.S. Cellular's Form 10-K for the year ended December 31, 2005, the following factors and other information contained in, or incorporated by reference into, this Form 8-K and/or press release attached to this Form 8-K to understand the material risks relating to U.S. Cellular's business.

- Intense competition in the markets in which U.S. Cellular operates could adversely affect U.S. Cellular's revenues or increase its costs to compete.
- Consolidation in the telecommunications industry could adversely affect U.S. Cellular's revenues and increase its costs of doing business.
- Advances or changes in telecommunications technology, such as Voice over Internet Protocol or WiMAX, could render certain technologies used by U.S. Cellular obsolete, could reduce U.S. Cellular's revenues or could increase its costs of doing business.
- Changes in the regulatory environment or a failure by U.S. Cellular to timely or fully comply with any regulatory requirements could adversely affect U.S. Cellular's financial condition, results of operations or ability to do business.
- Changes in U.S. Cellular's enterprise value, changes in the supply or demand of the market for wireless licenses, adverse developments in the business or the industry in which U.S. Cellular is involved and/or other factors could require U.S. Cellular to recognize impairments in the carrying value of U.S. Cellular's license costs, goodwill and/or physical assets.
- Early redemptions of debt or repurchases of debt, issuances of debt, changes in prepaid forward contracts, changes in operating leases, changes in purchase obligations or other factors or developments could cause the amounts reported under Contractual Obligations in U.S. Cellular's most recent Annual Report on Form 10-K, as updated by the Quarterly Reports on Form 10-Q, to be different from the amounts actually incurred.
- Settlements, judgments, restraints on its current or future manner of doing business or legal costs resulting from pending and future litigation could have an adverse effect on U.S. Cellular's financial condition, results of operations or ability to do business.
- Costs, integration problems or other factors associated with acquisitions/divestitures of properties or licenses and/or expansion of U.S. Cellular's business could have an adverse effect on U.S. Cellular's business, financial condition or results of operations.
- A significant portion of U.S. Cellular's revenues is derived from customers who buy services through independent agents and dealers who market U.S. Cellular's services on a commission basis. If U.S. Cellular's relationships with these agents and dealers are seriously harmed, its wireless revenues could be adversely affected.
- Changes in various business factors could have an adverse effect on U.S. Cellular's business, financial condition or results of operations.
- U.S. Cellular's investments in technologies which are unproven or for which success has not yet been demonstrated may not produce the benefits that U.S. Cellular expects.
- An inability to obtain or maintain roaming arrangements with other carriers on terms that are acceptable to U.S. Cellular could have an adverse effect on U.S. Cellular's business, financial condition or results of operations.
- Changes in access to content for data or video services or access to new handsets being developed by vendors, or an inability to manage its supply chain or inventory successfully, could have an adverse effect on U.S. Cellular's business, financial condition or results of operations.

- A failure by U.S. Cellular's service offerings to meet customer expectations could limit U.S. Cellular's ability to attract and retain customers and could have an adverse effect on U.S. Cellular's operations.
- A failure by U.S. Cellular to complete significant network build-out and system implementation as part of its plans to improve the quality, coverage, capabilities and capacity of its network could have an adverse effect on its operations.
- A failure by U.S. Cellular's business to acquire adequate radio spectrum could have an adverse effect on U.S. Cellular's business and operations.
- Financial difficulties of U.S. Cellular's key suppliers or vendors, or termination or impairment of U.S. Cellular's relationships with such suppliers or vendors, could result in a delay or termination of U.S. Cellular's receipt of equipment, services or content which could adversely affect U.S. Cellular's business and results of operations.
- An increase of U.S. Cellular's debt in the future could subject U.S. Cellular to various restrictions and higher interest costs and decrease its cash flows and earnings.
- An inability to attract and/or retain management, technical, sales and other personnel could have an adverse effect on U.S. Cellular's business, financial condition or results of operations.
- U.S. Cellular has significant investments in entities that it does not control. Losses in the value of such investments could have an adverse effect on U.S. Cellular's results of operations or financial condition.
- Changes in guidance or interpretations of accounting requirements, changes in industry practice, identification of errors or changes in management assumptions could require amendments to or restatements of financial information or disclosures included in this or prior filings with the SEC.
- Uncertainty of access to capital for telecommunications companies, deterioration in the capital markets, other changes in market conditions, changes in U.S. Cellular's credit ratings or other factors could limit or restrict the availability of financing on terms and prices acceptable to U.S. Cellular, which could require U.S. Cellular to reduce its construction, development and acquisition programs.
- Changes in income tax rates, laws, regulations or rulings, or federal or state tax assessments could have an adverse effect on U.S. Cellular's financial condition or results of operations.
- War, conflicts, hostilities and/or terrorist attacks or equipment failure, power outages, natural disasters or breaches of network or information technology security could have an adverse effect on U.S. Cellular's business, financial condition or results of operations.
- Changes in general economic and business conditions, both nationally and in the markets in which U.S. Cellular operates, could have an adverse effect on U.S. Cellular's business, financial condition or results of operations.
- Changes in facts or circumstances, including new or additional information that affects the calculation of potential liabilities for contingent obligations under guarantees, indemnities or otherwise, could require U.S. Cellular to record charges in excess of amounts accrued in the financial statements, if any, which could have an adverse effect on U.S. Cellular's financial condition or results of operations.
- A failure to successfully remediate existing material weaknesses in internal control over financial reporting in a timely manner or the identification of additional material weaknesses in the effectiveness of internal control over financial reporting could result in inaccurate financial statements or other disclosures or fail to prevent fraud, which could have an adverse effect on U.S. Cellular's business, financial condition or results of operations.
- The restatement of financial statements by U.S. Cellular and related matters, including resulting delays in filing periodic reports with the SEC, could have an adverse effect on U.S. Cellular's credit rating, liquidity, financing arrangements, capital resources and ability to access the capital markets, including pursuant to shelf registration statements; could adversely affect U.S. Cellular's listing arrangements on the American Stock Exchange and/or New York Stock Exchange; and/or could have other negative consequences, any of which could have an adverse effect on the trading prices of U.S. Cellular's publicly traded equity and/or debt and/or U.S. Cellular's business, financial condition or results of operations.
- The pending SEC investigation regarding the restatement of U.S. Cellular's financial statements could result in substantial expenses, and could result in monetary or other penalties.
- The possible development of adverse precedent in litigation or conclusions in professional studies to the effect that radio frequency emissions from handsets, wireless data devices and/or cell sites cause harmful health consequences, including cancer or tumors, or may interfere with various electronic medical devices such as pacemakers, could have an adverse effect on U.S. Cellular's business, financial condition or results of operations.

- U.S. Cellular's assets are concentrated in the U.S. wireless telecommunications industry. As a result, its results of operations may fluctuate based on factors related entirely to conditions in this industry.
- The market price of U.S. Cellular's Common Shares is subject to fluctuations due to a variety of factors.
- Certain matters, such as control by TDS and provisions in the U.S. Cellular restated certificate of incorporation, may serve to discourage or make more difficult a change in control of U.S. Cellular.
- There are potential conflicts of interests between TDS and U.S. Cellular.
- Any of the foregoing events or other events could cause revenues, customer additions, operating income, capital expenditures and or any other financial or statistical information to vary from U.S. Cellular's forward-looking estimates by a material amount.

U.S. Cellular undertakes no obligation to update publicly any forward-looking statements whether as a result of new information, future events or otherwise. Readers should evaluate any statements in light of these important factors.