

NEWS RELEASE

As previously announced, U.S. Cellular will hold a teleconference November 8, 2017, at 9:30 a.m. CST. Listen to the live call via the Events & Presentations page of <u>investors.uscellular.com</u>.

FOR IMMEDIATE RELEASE

U.S. Cellular reports third quarter 2017 results U.S. Cellular continues to grow customer base and raises guidance

CHICAGO, (November 8, 2017) — United States Cellular Corporation (NYSE:USM) reported total operating revenues of \$963 million for the third quarter of 2017, versus \$1,023 million for the same period one year ago. Net loss attributable to U.S. Cellular shareholders and related diluted loss per share were \$299 million and \$3.51, respectively, as a result of a \$370 million (\$309 million, net of tax) non-cash charge related to goodwill impairment recorded during the three months ended September 30, 2017. This compares to Net income attributable to U.S. Cellular shareholders and related diluted earnings per share of \$17 million and \$0.20, respectively, in the same period one year ago. Excluding this goodwill impairment charge, Net income attributable to U.S. Cellular shareholders and related diluted earnings per share were \$10 million and \$0.11, respectively, for the three months ended September 30, 2017.

"I am quite pleased with the operating results for the quarter as we continued to build on the momentum of the previous quarter, growing subscribers and increasing customer loyalty while tightly managing costs," said Kenneth R. Meyers, U.S. Cellular president and CEO. "We added postpaid handset subscribers and experienced another quarter of exceptionally low handset churn driven by greater adoption of our Total Plans and attractive promotions. Overall, we are competing effectively in the marketplace. Our subscriber results are strong evidence that customers value our Total Plans and love the quality of our award winning network. We believe we have found a good balance of promotional offers to get new customers into our stores, and we treat all of our customers exceptionally well with our customer-focused service orientation.

"Thanks to disciplined cost management, operating expenses were down across all major categories including cost of equipment sold and selling, general and administrative expenses, helping to offset lower average revenue per user (ARPU) caused by industry-wide price competition. Even as data traffic continues to grow, our engineers have worked hard to ensure our network efficiency is at the highest level and system operations expenses continue to decrease. These cost savings coupled with the growth in customers gave us reason to raise guidance on important metrics like Adjusted EBITDA. We increased guidance despite industry-wide pricing pressure which was a key driver to both the year-over-year decline in revenue and our decision to write off goodwill. In light of all the value the wireless industry is delivering to consumers and businesses every day, these pricing declines are unfathomable."

2017 Estimated Results

U.S. Cellular's current estimates of full-year 2017 results are shown below. Such estimates represent management's view as of November 8, 2017. Such forward-looking statements should not be assumed to be current as of any future date. U.S. Cellular undertakes no duty to update such information, whether as a result of new information, future events or otherwise. There can be no assurance that final results will not differ materially from such estimated results.

2017 Estimated Results

	Current	Previous
(Dollars in millions)		
Total operating revenues (1)	\$3,850-\$3,950	\$3,800-\$4,000
Adjusted OIBDA (1)(2)(3)	\$600-\$700	\$550-\$650
Adjusted EBITDA (2)	\$740-\$840	\$700-\$800
Capital expenditures	Approx. \$500	Unchanged

The following table provides a reconciliation of Net Income (loss) to Adjusted OIBDA and Adjusted EBITDA for 2017 estimated results, actual results for the nine months ended September 30, 2017, and actual results for the year ended December 31, 2016. In providing 2017 estimated results, U.S. Cellular has not completed the below reconciliation to net income because it does not provide guidance for income taxes. Although potentially significant, U.S. Cellular believes that the impact of income taxes cannot be reasonably predicted; therefore, U.S. Cellular is unable to provide such guidance.

Location (Iosa) (GAAP) N/A N/A Year Ended December 31, 2016 Not income (Ioss) (GAAP) N/A (59) 49 Add back: Trace (Ioss) (GAAP) N/A (19) 33 Income (Ioss) before income taxes (GAAP) (350)-(250) (278) 82 Add back: Trace (Ioss) before income taxes (GAAP) (350)-(250) (278) 82 Add back: Trace (Ioss) (Io			Actual	Results				
Net income (loss) (GAAP) N/A (259) 49 Add back: Income tax expense (benefit) N/A (19) 33 Income (loss) before income taxes (GAAP) \$ (350)-(250) \$ (278) \$ 82 Add back: Interest expense 110 85 113 Depreciation, amortization and accretion expense 610 460 618 EBITDA (Non-GAAP) \$ 370-470 267 813 Add back (deduct): Loss on impairment of goodwill 370 370 - (Gain) loss on sale of business and other exit costs, net - (1) - (Gain) loss on license sales and exchanges, net (20) (19) (19) (Gain) loss on assets disposals, net 20 14 22 Adjusted EBITDA (Non-GAAP) (2) \$ 740-840 631 816 Deduct: Equity in earnings of unconsolidated entities 130 101 140			Ended September	December 31,				
Add back: Income tax expense (benefit) N/A (19) 33 Income (loss) before income taxes (GAAP) \$ (350)-(250) (278) 82 Add back: Interest expense 110 85 113 Depreciation, amortization and accretion expense 610 460 618 EBITDA (Non-GAAP) \$ 370-470 267 813 Add back (deduct): Loss on impairment of goodwill 370 370 - (Gain) loss on sale of business and other exit costs, net - (1) - (Gain) loss on license sales and exchanges, net (20) (19) (19) (Gain) loss on assets disposals, net 20 14 22 Adjusted EBITDA (Non-GAAP) (2) \$ 740-840 631 816 Deduct: Equity in earnings of unconsolidated entities 130 101 140	,							
Income (loss) before income taxes (GAAP) \$ (350)-(250) \$ (278) \$ 82 Add back: Interest expense 110 85 113 Depreciation, amortization and accretion expense 610 460 618 EBITDA (Non-GAAP) \$ 370-470 \$ 267 \$ 813 Add back (deduct): Loss on impairment of goodwill 370 370 - (Gain) loss on sale of business and other exit costs, net - (1) - (Gain) loss on assets disposals, net (20) (19) (19) (Gain) loss on assets disposals, net 20 14 22 Adjusted EBITDA (Non-GAAP) (2) \$ 740-840 \$ 631 \$ 816 Deduct: Equity in earnings of unconsolidated entities 130 101 140	Net income (loss) (GAAP)	N/A	\$ (259)	\$	49			
Income (loss) before income taxes (GAAP) \$ (350)-(250) (278) 82 Add back: Interest expense 110 85 113 Depreciation, amortization and accretion expense 610 460 618 EBITDA (Non-GAAP) \$ 370-470 267 813 Add back (deduct): Loss on impairment of goodwill 370 370 - (Gain) loss on sale of business and other exit costs, net - (1) - (Gain) loss on license sales and exchanges, net (20) (19) (19) (Gain) loss on assets disposals, net 20 14 22 Adjusted EBITDA (Non-GAAP) (2) \$ 740-840 631 \$ 816 Deduct: Equity in earnings of unconsolidated entities 130 101 140	Add back:							
Add back: Interest expense 110 85 113 Depreciation, amortization and accretion expense 610 460 618 EBITDA (Non-GAAP) \$ 370-470 \$ 267 \$ 813 Add back (deduct): Loss on impairment of goodwill 370 370 - (Gain) loss on sale of business and other exit costs, net - (1) - (Gain) loss on license sales and exchanges, net (20) (19) (19) (Gain) loss on assets disposals, net 20 14 22 Adjusted EBITDA (Non-GAAP) \$ 740-840 \$ 631 \$ 816 Deduct: Equity in earnings of unconsolidated entities 130 101 140	Income tax expense (benefit)	 N/A	 (19)		33			
Interest expense 110 85 113 Depreciation, amortization and accretion expense 610 460 618 EBITDA (Non-GAAP) \$ 370-470 267 813 Add back (deduct): Loss on impairment of goodwill 370 370 - (Gain) loss on sale of business and other exit costs, net - (1) - (Gain) loss on license sales and exchanges, net (20) (19) (19) (Gain) loss on assets disposals, net 20 14 22 Adjusted EBITDA (Non-GAAP) (2) \$ 740-840 631 \$ 816 Deduct: Equity in earnings of unconsolidated entities 130 101 140	Income (loss) before income taxes (GAAP)	\$ (350)-(250)	\$ (278)	\$	82			
Depreciation, amortization and accretion expense 610 460 618 EBITDA (Non-GAAP) \$ 370-470 \$ 267 \$ 813 Add back (deduct): Loss on impairment of goodwill 370 370 - (Gain) loss on sale of business and other exit costs, net - (1) - (Gain) loss on license sales and exchanges, net (20) (19) (19) (Gain) loss on assets disposals, net 20 14 22 Adjusted EBITDA (Non-GAAP) (2) \$ 740-840 \$ 631 \$ 816 Deduct: Equity in earnings of unconsolidated entities 130 101 140	Add back:							
EBITDA (Non-GAAP) \$ 370-470 \$ 267 \$ 813 Add back (deduct): Loss on impairment of goodwill 370 370 - (Gain) loss on sale of business and other exit costs, net - (1) - (Gain) loss on license sales and exchanges, net (20) (19) (19) (Gain) loss on assets disposals, net 20 14 22 Adjusted EBITDA (Non-GAAP) (2) \$ 740-840 \$ 631 \$ 816 Deduct: Equity in earnings of unconsolidated entities 130 101 140	Interest expense	110	85		113			
Add back (deduct): Loss on impairment of goodwill (Gain) loss on sale of business and other exit costs, net (Gain) loss on license sales and exchanges, net (Gain) loss on assets disposals, net (20) (Gain) loss on assets disposals, net 20 14 22 Adjusted EBITDA (Non-GAAP) (2) \$ 740-840 \$ 631 \$ 816 Deduct: Equity in earnings of unconsolidated entities 130 101 140	Depreciation, amortization and accretion expense	 610	460		618			
Loss on impairment of goodwill 370 370 — (Gain) loss on sale of business and other exit costs, net — (1) — (Gain) loss on license sales and exchanges, net (20) (19) (19) (Gain) loss on assets disposals, net 20 14 22 Adjusted EBITDA (Non-GAAP) (2) \$ 740-840 \$ 631 \$ 816 Deduct: Equity in earnings of unconsolidated entities 130 101	EBITDA (Non-GAAP)	\$ 370-470	\$ 267	\$	813			
(Gain) loss on sale of business and other exit costs, net–(1)–(Gain) loss on license sales and exchanges, net(20)(19)(19)(Gain) loss on assets disposals, net201422Adjusted EBITDA (Non-GAAP) (2)\$ 740-840\$ 631\$ 816Deduct:Equity in earnings of unconsolidated entities130101140	Add back (deduct):							
(Gain) loss on license sales and exchanges, net(20)(19)(19)(Gain) loss on assets disposals, net201422Adjusted EBITDA (Non-GAAP) (2)\$ 740-840\$ 631\$ 816Deduct:Equity in earnings of unconsolidated entities130101140	Loss on impairment of goodwill	370	370		_			
(Gain) loss on assets disposals, net201422Adjusted EBITDA (Non-GAAP) (2)\$ 740-840\$ 631\$ 816Deduct:Equity in earnings of unconsolidated entities130101140	(Gain) loss on sale of business and other exit costs, net	-	(1)		_			
Adjusted EBITDA (Non-GAAP) (2) \$ 740-840 \$ 631 \$ 816 Deduct: Equity in earnings of unconsolidated entities 130 101 140	(Gain) loss on license sales and exchanges, net	(20)	(19)		(19)			
Deduct: Equity in earnings of unconsolidated entities 130 101 140	(Gain) loss on assets disposals, net	 20	14		22			
Equity in earnings of unconsolidated entities 130 101 140	Adjusted EBITDA (Non-GAAP) (2)	\$ 740-840	\$ 631	\$	816			
	Deduct:							
Interest and dividend income ⁽¹⁾ 10 6	Equity in earnings of unconsolidated entities	130	101		140			
	Interest and dividend income (1)	10	6		6			
Other, net 1 1		_	1		1			
Adjusted OIBDA (Non-GAAP) (1)(2)(3) \$ 600-700 \$ 523 \$ 669	Adjusted OIBDA (Non-GAAP) (1)(2)(3)	\$ 600-700	\$ 523	\$	669			

Note: Totals may not foot due to rounding differences.

- (1) Equipment installment plan interest income is reflected as a component of Service revenues consistent with an accounting policy change effective January 1, 2017. All prior period numbers have been recast to conform to this accounting change.
- Adjusted EBITDA is defined as net income adjusted for the items set forth in the reconciliation above. Adjusted OIBDA is defined as net income adjusted for the items set forth in the reconciliation above. Adjusted EBITDA and Adjusted OIBDA are not measures of financial performance under Generally Accepted Accounting Principles in the United States (GAAP) and should not be considered as alternatives to Net income or Cash flows from operating activities, as indicators of cash flows or as measures of liquidity. U.S. Cellular does not intend to imply that any such items set forth in the reconciliation above are non-recurring, infrequent or unusual; such items may occur in the future. Management uses Adjusted EBITDA and Adjusted OIBDA as measurements of profitability, and therefore reconciliations to Net income are deemed appropriate. Management believes Adjusted EBITDA and Adjusted OIBDA are useful measures of U.S. Cellular's operating results before significant recurring non-cash charges, gains and losses, and other items as presented above as they provide additional relevant and useful information to investors and other users of U.S. Cellular's financial data in evaluating the effectiveness of its operations and underlying business trends in a manner that is consistent with management's evaluation of business performance. Adjusted EBITDA shows adjusted earnings before interest, taxes, depreciation, amortization and accretion, and gains and losses, while Adjusted OIBDA reduces this measure further to exclude Equity in earnings of unconsolidated entities and Interest and dividend income in order to more effectively show the performance of operating activities excluding investment activities. The table above reconciles Adjusted EBITDA and Adjusted OIBDA to the corresponding GAAP measure, Net income (loss) or Income (loss) before income taxes.
- (3) A reconciliation of Adjusted OIBDA (Non-GAAP) to Operating income (GAAP) for September 30, 2017, actual results can be found on U.S. Cellular's website at investors.uscellular.com.

Conference Call Information

U.S. Cellular will hold a conference call on November 8, 2017 at 9:30 a.m. Central Time.

- Access the live call on the Events & Presentations page of <u>investors.uscellular.com</u> or at https://www.webcaster4.com/Webcast/Page/1145/23219.
- Access the call by phone at 877/407-8029 (US/Canada), no pass code required.

Before the call, certain financial and statistical information to be discussed during the call will be posted to <u>investors.uscellular.com</u>. The call will be archived on the Events & Presentations page of <u>investors.uscellular.com</u>.

About U.S. Cellular

United States Cellular Corporation provides a comprehensive range of wireless products and services, excellent customer support, and a high-quality network to customers with 5.1 million connections in 22 states. The Chicago-based company had 6,000 full- and part-time associates as of September 30, 2017. At the end of the third quarter of 2017, Telephone and Data Systems, Inc. owned 83 percent of U.S. Cellular. For more information about U.S. Cellular, visit uscellular.com.

Contacts

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Safe Harbor Statement Under the Private Securities Litigation Reform Act of 1995: All information set forth in this news release, except historical and factual information, represents forward-looking statements. This includes all statements about the company's plans, beliefs, estimates, and expectations. These statements are based on current estimates, projections, and assumptions, which involve certain risks and uncertainties that could cause actual results to differ materially from those in the forward-looking statements. Important factors that may affect these forward-looking statements include, but are not limited to: intense competition; the ability to execute U.S. Cellular's business strategy; uncertainties in U.S. Cellular's future cash flows and liquidity and access to the capital markets; the ability to make payments on U.S. Cellular indebtedness or comply with the terms of debt covenants; impacts of any pending acquisitions/divestitures/exchanges of properties and/or licenses, including, but not limited to, the ability to obtain regulatory approvals, successfully complete the transactions and the financial impacts of such transactions; the ability of the company to successfully manage and grow its markets; the access to and pricing of unbundled network elements; the ability to obtain or maintain roaming arrangements with other carriers on acceptable terms; the state and federal telecommunications regulatory environment; the value of assets and investments; adverse changes in the ratings of U.S. Cellular debt securities by accredited ratings organizations; industry consolidation; advances in telecommunications technology; pending and future litigation; changes in income tax rates, laws, regulations or rulings; changes in customer growth rates, average monthly revenue per user, churn rates, roaming revenue and terms, the availability of wireless devices, or the mix of services and products offered by U.S. Cellular. Investors are encouraged to consider these and other risks and uncertainties that are discussed in the Form 8-K Current Report used by U.S. Cellular to furnish this press release to the Securities and Exchange Commission, which are incorporated by reference herein.

For more information about U.S. Cellular, visit: U.S. Cellular: www.uscellular.com

United States Cellular Corporation Summary Operating Data (Unaudited)

As of or for the Quarter Ended	ç	9/30/2017	(6/30/2017	3	3/31/2017		12/31/2016	ę	9/30/2016
Retail Connections										
Postpaid										
Total at end of period		4,513,000		4,478,000		4,455,000		4,482,000		4,484,000
Gross additions		191,000		174,000		146,000		187,000		174,000
Feature phones		7,000		7,000		7,000		7,000		10,000
Smartphones		132,000		116,000		88,000		109,000		105,000
Connected devices		52,000		51,000		51,000		71,000		59,000
Net additions (losses)		35,000		23,000		(27,000)		(2,000)		(6,000)
Feature phones		(15,000)		(15,000)		(19,000)		(21,000)		(20,000)
Smartphones		44,000		34,000		(9,000)		(4,000)		(7,000)
Connected devices		6,000		4,000		1,000		23,000		21,000
ARPU ⁽¹⁾	\$	43.41	\$	44.60	\$	45.42	\$	45.19	\$	47.08
ABPU (Non-GAAP) ⁽²⁾	\$	54.71	\$	55.19	\$	55.82	\$	55.43	\$	56.79
ARPA ⁽³⁾	\$	116.36	\$	119.73	\$	121.88	\$	120.67	\$	125.31
ABPA (Non-GAAP) ⁽⁴⁾	\$	146.65	\$	148.15	\$	149.78	\$	148.02	\$	151.16
Churn rate (5)		1.16%		1.13%		1.29%		1.41%		1.34%
Handsets		0.96%		0.91%		1.08%		1.23%		1.22%
Connected devices		2.33%		2.35%		2.55%		2.49%		2.04%
Prepaid										
Total at end of period		515,000		484,000		480,000		484,000		480,000
Gross additions		102,000		73,000		78,000		83,000		132,000
Net additions (losses)		31,000		3,000		(4,000)		4,000		67,000
ARPU ⁽¹⁾	\$	33.12	\$	33.52	\$	33.66	\$	33.25	\$	34.39
Churn rate (5)		4.75%		4.93%		5.69%		5.44%		4.84%
Total connections at end of period ⁽⁶⁾		5,089,000		5,023,000		4,996,000		5,031,000		5,030,000
Market penetration at end of period										
Consolidated operating population	3	1,834,000	3	32,089,000	3	2,089,000	3	1,994,000	3	31,994,000
Consolidated operating penetration (7)		16%		16%		16%		16%		16%
Capital expenditures (millions)	\$	112	\$	84	\$	61	\$	171	\$	103
Total cell sites in service		6,436		6,421		6,417		6,415		6,374
Owned towers		4,051		4,044		4,041		4,040		4,015

- (1) Average Revenue Per User (ARPU) metric is calculated by dividing a revenue base by an average number of connections and by the number of months in the period. These revenue bases and connection populations are shown below:
 - Postpaid ARPU consists of total postpaid service revenues and postpaid connections.
 - Prepaid ARPU consists of total prepaid service revenues and prepaid connections.
- (2) Average Billings Per User (ABPU) non-GAAP metric is calculated by dividing total postpaid service revenues plus equipment installment plan billings by the average number of postpaid connections and by the number of months in the period. Refer to the end of this release for a reconciliation of this metric to its most comparable GAAP metric.
- (3) Average Revenue Per Account (ARPA) metric is calculated by dividing total postpaid service revenues by the average number of postpaid accounts and by the number of months in the period.
- (4) Average Billings Per Account (ABPA) non-GAAP metric is calculated by dividing total postpaid service revenues plus equipment installment plan billings by the average number of postpaid accounts and by the number of months in the period. Refer to the end of this release for a reconciliation of this metric to its most comparable GAAP metric.
- (5) Churn rate represents the percentage of the connections that disconnect service each month. These rates represent the average monthly churn rate for each respective period.
- (6) Includes reseller and other connections.
- (7) Market penetration is calculated by dividing the number of wireless connections at the end of the period by the total population of consolidated operating markets as estimated by Nielsen.

United States Cellular Corporation Consolidated Statement of Operations Highlights (Unaudited)

	Three Months Ended September 30,								
					•	2017 vs. 2016			
		2017		2016		Increase (De	crease)		
(Dollars and shares in millions, except per share amounts)									
Operating revenues									
Service ⁽¹⁾	\$	737	\$	784	\$	(47)	(6)%		
Equipment sales		226		239		(13)	(5)%		
Total operating revenues ⁽¹⁾		963		1,023		(60)	(6)%		
Operating expenses									
System operations (excluding Depreciation, amortization									
and accretion reported below)		185		196		(11)	(6)%		
Cost of equipment sold		261		280		(19)	(7)%		
Selling, general and administrative		350		370		(20)	(5)%		
Depreciation, amortization and accretion		153		155		(2)	(2)%		
Loss on impairment of goodwill		370		_		370	N/M		
(Gain) loss on asset disposals, net		5		7		(2)	(26)%		
(Gain) loss on sale of business and other exit costs, net		(1)		_		(1)	N/M		
(Gain) loss on license sales and exchanges, net		_		(7)		7	100%		
Total operating expenses		1,323		1,001		322	32%		
(1)									
Operating income (loss) ⁽¹⁾		(360)		22		(382)	>(100)%		
Investment and other income (expense)									
Equity in earnings of unconsolidated entities		35		38		(3)	(7)%		
Interest and dividend income ⁽¹⁾		2		1		1	68%		
Interest expense		(28)		(28)			(2)%		
Total investment and other income ⁽¹⁾		9		11		(2)	(21)%		
Income (loss) before income taxes		(351)		33		(384)	>(100)%		
Income tax expense (benefit)		(53)		15		(68)	>(100)%		
Net income (loss)		(298)		18		(316)	>(100)%		
Less: Net income (loss) attributable to noncontrolling interests, net of tax		1		1		_	(9)%		
Net income (loss) attributable to U.S. Cellular shareholders	\$	(299)	\$	17	\$	(316)	>(100)%		
Basic weighted average shares outstanding		85		85		_	-		
Basic earnings (loss) per share attributable to U.S. Cellular shareholders	\$	(3.51)	\$	0.20	\$	(3.71)	>(100)%		
Diluted weighted everage charge cuteton ding		05		0.5		_			
Diluted weighted average shares outstanding		85		85		_	-		
Diluted earnings (loss) per share attributable to U.S. Cellular shareholders	\$	(3.51)	\$	0.20	\$	(3.71)	>(100)%		

N/M - Percentage change not meaningful

⁽¹⁾ Equipment installment plan interest income is reflected as a component of Service revenues consistent with an accounting policy change effective January 1, 2017. All prior period numbers have been recast to conform to this accounting change.

United States Cellular Corporation Consolidated Statement of Operations Highlights (Unaudited)

Nine Months Ended September 30, 2017 vs. 2016 2017 vs. 2016 Increase (Decrease	
(Dollars and shares in millions, except per share amounts) Operating revenues \$ 2,223 \$ 2,330 \$ (107) Equipment sales 639 655 (16) Total operating revenues ⁽¹⁾ 2,862 2,985 (123)	(5)% (3)% (4)% (4)% (6)% (4)%
Operating revenues Service ⁽¹⁾ \$ 2,223 \$ 2,330 \$ (107) Equipment sales 639 655 (16) Total operating revenues ⁽¹⁾ 2,862 2,985 (123)	(3)% (4)% (4)% (6)% (4)%
Service ⁽¹⁾ \$ 2,223 \$ 2,330 \$ (107) Equipment sales 639 655 (16) Total operating revenues ⁽¹⁾ 2,862 2,985 (123)	(3)% (4)% (4)% (6)% (4)%
Equipment sales 639 655 (16) Total operating revenues ⁽¹⁾ 2,862 2,985 (123)	(3)% (4)% (4)% (6)% (4)%
Total operating revenues ⁽¹⁾ 2,862 2,985 (123)	(4)% (4)% (6)% (4)%
	(4)% (6)% (4)%
Operating expenses	(6)% (4)%
Operating expenses	(6)% (4)%
	(6)% (4)%
System operations (excluding Depreciation, amortization	(6)% (4)%
and accretion reported below) 549 572 (23)	(4)%
Cost of equipment sold 749 799 (50)	-
Selling, general and administrative 1,041 1,089 (48)	- N/M
Depreciation, amortization and accretion 460 462 (2)	N/M
Loss on impairment of goodwill 370 – 370	
(Gain) loss on asset disposals, net 14 16 (2)	(17)%
(Gain) loss on sale of business and other exit costs, net (1) – (1) >(1)	(100)%
(Gain) loss on license sales and exchanges, net (19) (16) (3)	(16)%
Total operating expenses	8%
Operating income $(loss)^{(1)}$ (301) 63 (364) >(1	(100)%
Investment and other income (expense)	
Equity in earnings of unconsolidated entities 101 110 (9)	(8)%
Interest and dividend income ⁽¹⁾ 6 4 2	45%
Interest expense (85) (84) (1)	(1)%
Other, net 1 1	(9)%
Total investment and other income ⁽¹⁾ 23 (7)	(25)%
	(100)%
	(100)%
	(100)%
Less: Net income (loss) attributable to noncontrolling	
	>100%
Net income (loss) attributable to U.S. Cellular shareholders \$ (261) \$ 53 \$ (314) >(1)	(100)%
Pagin weighted grown above outstanding	
Basic weighted average shares outstanding 85 85 –	-
Basic earnings (loss) per share attributable to	
U.S. Cellular shareholders \$ (3.07) \$ 0.63 \$ (3.70) >(1	(100)%
Diluted weighted everyone charge system dings	
Diluted weighted average shares outstanding 85 =	-
Diluted earnings (loss) per share attributable to	
U.S. Cellular shareholders \$ (3.07) \$ 0.63 \$ (3.70) >(1	(400)0/

N/M - Percentage change not meaningful

⁽¹⁾ Equipment installment plan interest income is reflected as a component of Service revenues consistent with an accounting policy change effective January 1, 2017. All prior period numbers have been recast to conform to this accounting change.

United States Cellular Corporation Consolidated Statement of Cash Flows (Unaudited)

Nine Months Ended September 30.

),		
	2	017		2016
(Dollars in millions)				
Cash flows from operating activities				
Net income (loss)	\$	(259)	\$	54
Add (deduct) adjustments to reconcile net income (loss) to net cash flows				
from operating activities				
Depreciation, amortization and accretion		460		462
Bad debts expense		64		69
Stock-based compensation expense		21		19
Deferred income taxes, net		(73)		11
Equity in earnings of unconsolidated entities		(101)		(110
Distributions from unconsolidated entities		85		55
Loss on impairment of goodwill		370		_
(Gain) loss on asset disposals, net		14		16
(Gain) loss on sale of business and other exit costs, net		(1)		_
(Gain) loss on license sales and exchanges, net		(19)		(16
Noncash interest		1		` 1
Other operating activities		_		(2
Changes in assets and liabilities from operations				
Accounts receivable		(16)		1
Equipment installment plans receivable		(164)		(160
Inventory		36		(100
Accounts payable		(58)		45
Customer deposits and deferred revenues		(13)		(41
Accrued taxes		31		38
Accrued interest		9		7
Other assets and liabilities		7		(36
Net cash provided by operating activities		394		415
iver cash provided by operating activities		 	<u> </u>	710
Cash flows from investing activities				
Cash paid for additions to property, plant and equipment		(252)		(280
Cash paid for licenses		(189)		(46
Cash paid for investments		(50)		(+0
Cash received from divestitures and exchanges		19		20
Federal Communications Commission deposit		19		(143
·		(472)		
Net cash used in investing activities	 	(412)		(449
Cach flows from financing activities				
Cash flows from financing activities		(0)		10
Repayment of long-term debt		(9)		3)
Common shares reissued for benefit plans, net of tax payments		1		4
Common shares repurchased		_		(2
Payment of debt issuance costs		- (0)		(2
Distributions to noncontrolling interests		(2)		(1
Other financing activities		- (4.0)		2
Net cash used in financing activities		(10)		(7
Net decrease in cash and cash equivalents		(88)		(41
Cash and cash equivalents				
Beginning of period		586		715
End of period	\$	498	\$	674

United States Cellular Corporation Consolidated Balance Sheet Highlights (Unaudited)

ASSETS

	September 3) , De	ecember 31,
	2017		2016
(Dollars in millions)			
Current assets			
Cash and cash equivalents	\$ 498	\$	586
Short-term investments	50		-
Accounts receivable from customers and others, net	757		727
Inventory, net	102		138
Prepaid expenses	76	i	84
Other current assets	21		23
Total current assets	1,504	1	1,558
Assets held for sale	5	,	8
Licenses	2,225		1,886
Goodwill	<u>-</u>		370
Investments in unconsolidated entities	429	!	413
Property, plant and equipment			
In service and under construction	7,576		7,712
Less: Accumulated depreciation and amortization	5,313	i	5,242
Property, plant and equipment, net	2,263		2,470
Other assets and deferred charges	354		405
Total assets	\$ 6,780	\$	7,110

United States Cellular Corporation Consolidated Balance Sheet Highlights (Unaudited)

LIABILITIES AND EQUITY

	Sep	tember 30, 2017	Dec	ember 31, 2016
(Dollars and shares in millions, except per share amounts)				
Current liabilities				
Current portion of long-term debt	\$	18	\$	11
Accounts payable				
Affiliated		11		12
Trade		259		309
Customer deposits and deferred revenues		176		190
Accrued taxes		65		39
Accrued compensation		68		73
Other current liabilities		76		84
Total current liabilities		673		718
Deferred liabilities and credits				
Deferred income tax liability, net		753		826
Other deferred liabilities and credits		321		302
Long-term debt, net		1,626		1,618
Noncontrolling interests with redemption features		1		1
Equity				
U.S. Cellular shareholders' equity				
Series A Common and Common Shares, par value \$1 per share		88		88
Additional paid-in capital		1,543		1,522
Treasury shares		(120)		(136)
Retained earnings		1,884		2,160
Total U.S. Cellular shareholders' equity		3,395		3,634
Noncontrolling interests		11		11
	_			
Total equity		3,406		3,645
Total liabilities and equity	\$	6,780	\$	7,110
	(

United States Cellular Corporation Financial Measures and Reconciliations (Unaudited)

Free Cash Flow

	Three Mor Septer				Nine Mon Septer		
	2017 2016 2017					2016	
(Dollars in millions)							
Cash flows from operating activities (GAAP)	\$ 174	\$	155	\$	394	\$	415
Less: Cash paid for additions to property, plant and equipment	96		102		252		280
Free cash flow (Non-GAAP) (1)	\$ 78	\$	53	\$	142	\$	135

⁽¹⁾ Management uses Free cash flow as a liquidity measure and it is defined as Cash flows from operating activities less Cash paid for additions to property, plant and equipment. Free cash flow is a non-GAAP financial measure which U.S. Cellular believes may be useful to investors and other users of its financial information in evaluating liquidity, specifically, the amount of net cash generated by business operations after deducting Cash paid for additions to property, plant and equipment.

Net income (loss) excluding goodwill impairment charge

The following non-GAAP financial measures present certain information in the table below excluding the effect of the goodwill impairment charge and related tax effects. The goodwill impairment charge, which occurred in the third quarter of 2017, is being excluded in this presentation, as it is not related to the current operations of U.S. Cellular. U.S. Cellular believes these measures may be useful to investors and other users of its financial information when comparing the current period financial results with periods that were not impacted by such a charge.

	Thre	ee Months End	led	September 30,	N	ine Months End	ed September 30,	
		2017		2016		2017		2016
(Dollars in millions, except per share amounts)								
Net income (loss) attributable to U.S. Cellular shareholders (GAAP)	\$	(299)	\$	17	\$	(261)	\$	53
Adjustments:								
Loss on impairment of goodwill		370		_		370		_
Tax benefit on impairment of goodwill ⁽¹⁾		(61)		_		(61)		
Total adjustments (Non-GAAP)		309		<u>-</u>		309		_
Net income attributable to U.S. Cellular shareholders excluding goodwill impairment charge (Non-GAAP)	\$	10	\$	17	\$	48	\$	53
,			Ť				-	
Diluted earnings (loss) per share attributable to U.S. Cellular shareholders (GAAP)	\$	(3.51)	\$	0.20	\$	(3.07)	\$	0.63
Adjustments:								
Adjustment to weighted average diluted shares (2)		0.03		_		0.03		_
Loss on impairment of goodwill		4.30		_		4.31		_
Tax benefit on impairment of goodwill ⁽¹⁾		(0.71)		_		(0.71)		_
Diluted earnings per share attributable to U.S. Cellular shareholders excluding goodwill impairment charge (Non-GAAP)	\$	0.11	\$	0.20	\$	0.56	\$	0.63
Diluted weighted average shares outstanding (GAAP)		85		85		85		85
Adjustment to weighted average diluted shares ⁽²⁾		1		_		1		_
Adjusted diluted weighted average shares (Non-GAAP)		86		85		86		85

⁽¹⁾ Tax benefit represents the amount associated with the tax-deductible portion of the loss on goodwill impairment.

⁽²⁾ Adjustment to reflect the incremental shares deemed anti-dilutive for GAAP diluted earnings per share.

Postpaid ABPU and Postpaid ABPA

U.S. Cellular presents Postpaid ABPU and Postpaid ABPA to reflect the revenue shift from Service revenues to Equipment sales resulting from the increased adoption of equipment installment plans. Postpaid ABPU and Postpaid ABPA, as previously defined herein, are non-GAAP financial measures which U.S. Cellular believes are useful to investors and other users of its financial information in showing trends in both service and equipment sales revenues received from customers.

For the Quarter Ended	9/30/2017	2017 6/30/2017		3/31/2017		12/31/2016	9/	/30/2016
(Dollars and connection counts in millions)								
Calculation of Postpaid ARPU								
Postpaid service revenues	\$ 586	\$	597	\$ 608	\$	607	\$	635
Average number of postpaid connections	4.50		4.47	4.46		4.48		4.49
Number of months in period	3		3	3		3		3
Postpaid ARPU (GAAP metric)	\$ 43.41	\$	44.60	\$ 45.42	\$	45.19	\$	47.08
Calculation of Postpaid ABPU								
Postpaid service revenues	\$ 586	\$	597	\$ 608	\$	607	\$	635
Equipment installment plan billings	152		142	139		138		131
Total billings to postpaid connections	\$ 738	\$	739	\$ 747	\$	745	\$	766
Average number of postpaid connections	4.50		4.47	4.46		4.48		4.49
Number of months in period	3		3	3		3		3
Postpaid ABPU (Non-GAAP metric)	\$ 54.71	\$	55.19	\$ 55.82	\$	55.43	\$	56.79
	-							
Calculation of Postpaid ARPA								
Postpaid service revenues	\$ 586	\$	597	\$ 608	\$	607	\$	635
Average number of postpaid accounts	1.68		1.66	1.66		1.68		1.69
Number of months in period	3		3	3		3		3
Postpaid ARPA (GAAP metric)	\$ 116.36	\$	119.73	\$ 121.88	\$	120.67	\$	125.31
Calculation of Postpaid ABPA								
Postpaid service revenues	\$ 586	\$	597	\$ 608	\$	607	\$	635
Equipment installment plan billings	152		142	139		138		131
Total billings to postpaid accounts	\$ 738	\$	739	\$ 747	\$	745	\$	766
Average number of postpaid accounts	1.68		1.66	1.66		1.68		1.69
Number of months in period	3		3	3		3		3
Postpaid ABPA (Non-GAAP metric)	\$ 146.65	\$	148.15	\$ 149.78	\$	148.02	\$	151.16