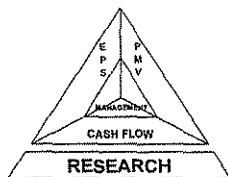


One Corporate Center  
Rye, NY 10580-1435-1422  
Tel. (914) 921-7732  
Fax (914) 921-5384  
pgoldstein@gabelli.com



GAMCO Asset Management Inc.

February 20, 2009

Via Fax and Overnight Delivery

Kevin C. Gallagher  
Vice President and Corporate Secretary  
Telephone and Data Systems, Inc.  
30 N. LaSalle Street, Suite 4000  
Chicago, IL 60602

**Re: Notice of Intent to Nominate Directors at the Company's 2009 Annual Meeting of Shareholders**

Dear Mr. Gallagher:

GAMCO Asset Management Inc. ("GAMCO") previously advised you of its intention to nominate Gary Sugarman for election as a Director of Telephone and Data Systems, Inc. ("TDS"), by letter dated February 17, 2009. GAMCO hereby notifies TDS that GAMCO intends to nominate for election as Directors of TDS the following additional individuals:

Clarence A. Davis  
Vincent D. Enright  
Jack Liebau

Biographical information regarding each of these three nominees, as well as written consent letters are enclosed.

GAMCO currently is the beneficial owner of approximately 1,992,546 shares of the special common stock of TDS, representing 3.6% of the outstanding special common shares. GAMCO also currently is the beneficial owner of approximately 3,141,754 shares of the common stock of TDS, representing 5.9% of the outstanding common shares.

GAMCO strongly supports the nomination of each of these three individuals for election to the Board of Directors of TDS at its 2009 Annual Meeting of Shareholders.

Kevin C. Gallagher  
February 20, 2009  
Page 2

We are not aware of any business relationships between any of these three individuals and TDS, directly or indirectly, and we believe that each one would qualify under applicable rules as an independent director.


There are no arrangements or understandings between GAMCO and any of these three nominees or other persons pursuant to which they are being recommended by GAMCO. Mr. Davis is a Director of two of the Gabelli funds, and Mr. Enright is a Director/Trustee for a number of the funds.

This letter and all attachments hereto are submitted in a good faith effort to satisfy TDS's requirements. Should this letter and/or any attachments hereto be deemed deficient in any way, please contact me at the above address so that any deficiency may be cured. GAMCO reserves all rights available to it under applicable law.

GAMCO intends to be present at the Annual Meeting of Shareholders in person or by proxy to nominate each of these three individuals, as well as Mr. Sugarman, to serve as a director of TDS and it intends to continue to own the shares of TDS through the date of the Annual Meeting.

Sincerely,

GAMCO Asset Management Inc.



---

By: Peter D. Goldstein  
Director of Regulatory Affairs

Enclosures

**CLARENCE A. DAVIS**

Age: 66

Address: 7 Hibernia Road  
Savannah, GA 31411

Principal Occupation: Retired C.O.O. of American Institute of Certified Public Accountants.  
Chairman, Nestor, Inc. (software solutions company) (NASDAQ: NEST) since 2007.  
Former Chief Operating Officer (2000-2005) and Chief Financial Officer (1999-2000) of the American Institute of Certified Public Accountants.  
Operated Clarence A. Davis Enterprises, Inc. (financial and organizational consulting firm) from 1990 through 1998.

Other Directorships: Gabelli Global Deal Fund  
Gabelli SRI Fund

**VINCENT D. ENRIGHT**

Age: 64

Address: 969 Springfield Avenue  
New Providence, NJ 07974

Principal Occupation: Former Senior Vice President and Chief Financial Officer –  
KeySpan Corp. (1994-1998).

Other Directorships: Echo Therapeutics, Inc.  
Various open-end and closed-end funds within the  
GAMCO/Gabelli Funds complex.

**F. JACK LIEBAU, JR.**

Age: 45

Address: 301 East Colorado Blvd.  
Suite 810  
Pasadena, CA 91101

Principal Occupation: President and Founder – Liebau Asset Management Company (since 2003).  
Former Partner and Portfolio Manager – Primecap Management Company; Co-Manager – Vanguard Primecap Fund (1986-2003).  
Former Equity Analyst (Media and Entertainment) – Capital Research Company (1984-1986).

Other Directorships: Media General, Inc. (since 2008).  
Kidspace Children’s Museum  
Edwin Gregson Foundation

February 19, 2009

Kevin C. Gallagher  
Vice President and Corporate Secretary  
TDS Corporate Headquarters  
30 N. LaSalle Street, Suite 4000  
Chicago, IL 60602

Re: Director Nomination

Dear Mr. Gallagher:

I understand that GAMCO Asset Management Inc. has nominated me for election to the Board of Directors of Telephone and Data Systems, Inc. ("TDS"). I hereby consent to being named as a nominee in TDS's proxy statement for its 2009 Annual Meeting of Shareholders, and to serving as a Director if elected.

Sincerely,

A handwritten signature in cursive script that reads "Clarence A. Davis".

Clarence A. Davis

February 19, 2009

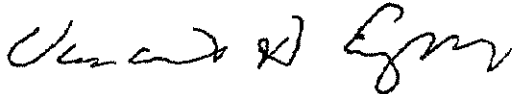
Kevin C. Gallagher  
Vice President and Corporate Secretary  
TDS Corporate Headquarters  
30 N. LaSalle Street, Suite 4000  
Chicago, IL 60602

Re: Director Nomination

Dear Mr. Gallagher:

I understand that GAMCO Asset Management Inc. has nominated me for election to the Board of Directors of Telephone and Data Systems, Inc. ("TDS"). I hereby consent to being named as a nominee in TDS's proxy statement for its 2009 Annual Meeting of Shareholders, and to serving as a Director if elected.

Sincerely,

A handwritten signature in cursive script, appearing to read "Vincent D. Enright".

Vincent D. Enright

February 19, 2009

Kevin C. Gallagher  
Vice President and Corporate Secretary  
TDS Corporate Headquarters  
30 N. LaSalle Street, Suite 4000  
Chicago, IL 60602

Re: Director Nomination

Dear Mr. Gallagher:

I understand that GAMCO Asset Management Inc. has nominated me for election to the Board of Directors of Telephone and Data Systems, Inc. ("TDS"). I hereby consent to being named as a nominee in TDS's proxy statement for its 2009 Annual Meeting of Shareholders, and to serving as a Director if elected.

Sincerely,

A handwritten signature in black ink, appearing to read "F. Jack Liebau, Jr.", written in a cursive style.

F. Jack Liebau, Jr.