ALLTEL CORP

Form 5

February 18, 2003

SEC Form 5/A

instruction 4(b)(v).

FORM 5		UNITED STATES SECURITIES AND EXCHANGE								Ol	OMB APPROVAL		
					COMMI								
[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).		Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP							P	OMB Number: 3235-0362 Expires: January 31, 2005 Estimated average burden			
[]Form 3 Holdings Reported []Form 4 Transactions Reported		Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of								hours per	response 0.5		
1. Name and Address of Reporting Person* Fox, Jeffrey H.			Issuer Name and Ticker or Trading Symbol ALLTEL Corporation AT					6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) One Allied Drive			3. I.R.S. Identific Number of Re Person, if an e (voluntary)	4. Statement for Month/Day/Year December 31, 2002 5. If Amendment, Date of Original (Month/Day/Year) 02/18/2003			Director 10% Owner X Officer Other Officer/Other Description Group President - Information Services 7. Individual or Joint/Group Filing (Check Applicable Line) X Individual Filing Joint/Group Filing						
(Street) Little Rock, AR 72202 (City) (State) (Zip)													
Table I - Non-Deriv	vative Secur	ities Acq	uired,	Disposed of, or	Beneficially O	wned				•			
1. Title of Security (Instr. 3)		Ionth/Day/Year) E		Deemed xecution ate, if any Month/Day/Year)	3. Transaction Code (Instr. 8)	Dispose	rities ed (A) or ed (D) Of r. 3, 4, and	5. Amount of Securities Beneficiall Owned at End of Issuer's Fis Year (Instr. 3 an	y F I oo I I	Owner- hip form: birect(D) r ndirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
						Aı A/E Pri							
Common Stock 12	2/06/2002				G	39.00	D \$51.58			D			
Common Stock 12	nmon Stock 12/26/2002			G	478.00	D \$52.31	10,18	4.00	D				
Common Stock								1	0.00	I	By Spouse-Custodian for Son		
If the form is filed by r	more than or	ne reportir	ng per	son, see Perso	ons who respond	d to the	collection of	information co	ontained i	n this			

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(over)

SEC 2270 (7-02)

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Fox, Jeffrey H. - December 31, 2002

Form 5 (continued)

			uired, Dispose			ed					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	T .	3A. Deemed	4. Transaction Code	5. Number of Derivative		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	of	Securities	10. Owner-ship Form of Deriv- ative Security: Direct (D) or Indirect (I) (Instr.4)	11. Nature Indirect Benefic Owners (Instr.4)
Incentive Stock Option	\$31.13					(DE) (ED)	Common Stock - 0.00		7,860.00	D	
Incentive Stock Option	\$32.00						Common Stock - 0.00		3,125.00	D	
Incentive Stock Option	\$34.50						Common Stock - 0.00		2,898.00	D	
Incentive Stock Option	\$65.06						Common Stock - 0.00		1,536.00	D	
Incentive Stock Option	\$68.25						Common Stock - 1,465.00		1,465.00	D	
Incentive Stock Option	\$63.75						Common Stock - 1.00		1.00	D	
Incentive Stock Option	\$67.88						Common Stock - 1,473.00		1,473.00	D	
Incentive Stock Option	\$56.07						Common Stock - 1,783.00		1,783.00	D	
Non-Qualified Stock Option	\$31.13						Common Stock - 0.00		33,940.00	D	
Non-Qualified Stock Option	\$32.00						Common Stock - 0.00		46,875.00	D	
Non-Qualified Stock Option	\$34.50						Common Stock - 0.00		347,102.00	D	
Non-Qualified Stock Option	\$65.06						Common Stock - 0.00		98,464.00	D	
Non-Qualified Stock Option	\$68.25						Common Stock - 73,535.00		73,535.00	D	
Non-Qualified Stock Option	\$63.75						Common Stock - 349,999.00		349,999.00	D	
Non-Qualified Stock Option	\$67.88						Common Stock - 108,527.00		108,527.00	D	
Non-Qualified Stock Option	\$56.07						Common Stock - 148,217.00		148,217.00	D	

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Explanation of Responses:

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not

required to respond unless the form displays a currently valid OMB number.

/s/ Jeffrey H. Fox

** Signature of Reporting Person

Date

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