

RURAL CELLULAR CORP  
Form SC 13G/A  
January 22, 2002

**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

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**SCHEDULE 13G**  
**(Rule 13d-102)**

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13D-1(B)(C), AND (D) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13D-2(B)**

**(Amendment No. 4)**

Rural Cellular Corporation

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(Name of Issuer)

Class A Common Stock, par value \$.01 per share

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(Title of Class of Securities)

781904107

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(CUSIP Number)

December 31, 2001

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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

CUSIP NO. 781904107  
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1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

The Trustees of the TDS Voting Trust under Agreement dated June 30, 1989

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)   
(b)

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3 SEC USE ONLY

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4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

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5 SOLE VOTING POWER

Not Applicable

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6 SHARED VOTING POWER - 543,799  
shares of Class A Common Stock  
(which have one vote per share),  
26,657 shares of Class B Common  
Stock (which have ten votes per  
share), 2,176.875 shares of Series  
A Class T Convertible Preferred  
Stock (which have 0 votes per  
share) and 5,363.214 shares of  
Series B Class T Convertible  
Preferred Stock (which have 0 votes  
per share).

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

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7 SOLE DISPOSITIVE POWER

Not Applicable

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8 SHARED DISPOSITIVE POWER

Same as 6

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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Same as 6

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10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

Not Applicable

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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) - Reporting person  
beneficially owns 5.1% of the Class A Common Stock (assuming  
conversion of its shares of the Class B Common Stock).<sup>1</sup> In addition,  
the reporting person beneficially owns 100% of the Series A Class T  
Convertible Preferred Stock and 100% of the Series B Class T  
Convertible Preferred Stock of the Issuer. Class B Common Stock is  
convertible at any time into Class A Common Stock on a share-for-share  
basis. Each share of Series A Class T Convertible Preferred Stock is  
convertible into 19.75308641975 shares of Class A Common Stock at some  
time in the future subject to specified events. Each share of Series B  
Class T Convertible Preferred Stock is convertible into 19.75308641975  
shares of Class B Common Stock at some time in the future subject to

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specified events.

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12 TYPE OF REPORTING PERSON

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1 Based on 11,157,542 shares of Class A Common Stock and 727,416 shares of Class B Common Stock issued and outstanding on November 1, 2001 as reported by Rural Cellular Corporation on its Form 10-Q filed with the Securities and Exchange Commission on November 13, 2001; and based on 2,176.875 shares of Series A Class T Convertible Preferred Stock and 5,363.214 shares of Series B Class T Convertible Preferred Stock issued on March 31, 2000 pursuant to the Certificate of Designation of Voting Power, Preferences and Relative, Participating, Optional and Other Special Rights and Qualifications, Limitations and Restrictions of Class T Convertible Preferred Stock of Rural Cellular Corporation dated as of March 31, 2000.