

FOX JEFFREY H
Form 4
December 14, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FOX JEFFREY H

(Last) (First) (Middle)

ONE ALLIED DRIVE, B5F11B

(Street)

LITTLE ROCK, AR 72202

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ALLTEL CORP [AT]

3. Date of Earliest Transaction
(Month/Day/Year)
11/16/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)

Group Pres.-Operations

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	11/16/2007		D		197,030	D 71.5 \$ <u>(1)</u>	0	D	
Common Stock	11/16/2007		D		255.89	D 71.5 \$	0	I	By 401(k)
Common Stock	11/16/2007		D		10	D 71.5 \$	0	I	By Spouse-Custodian for Son

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of
information contained in this form are not**

SEC 1474
(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Incentive Stock Option	\$ 53.24	11/16/2007		D	1,877	<u>(2)</u>	01/27/2009	Common Stock	1
Incentive Stock Option	\$ 55.85	11/16/2007		D	1,790	<u>(2)</u>	01/27/2010	Common Stock	1
Incentive Stock Option	\$ 52.17	11/16/2007		D	1	<u>(2)</u>	08/08/2010	Common Stock	
Incentive Stock Option	\$ 55.54	11/16/2007		D	1,800	<u>(2)</u>	01/25/2011	Common Stock	1
Incentive Stock Option	\$ 45.88	11/16/2007		D	2,179	<u>(2)</u>	01/23/2012	Common Stock	2
Incentive Stock Option	\$ 41.1	11/16/2007		D	2,433	<u>(2)</u>	01/22/2013	Common Stock	2
Incentive Stock Option	\$ 41.15	11/16/2007		D	2,429	<u>(2)</u>	01/21/2014	Common Stock	2
Incentive Stock Option	\$ 45.22	11/16/2007		D	2,211	<u>(2)</u>	01/19/2015	Common Stock	2
Incentive Stock Option	\$ 50.79	11/16/2007		D	1,969	<u>(2)</u>	01/18/2016	Common Stock	1
Non-Qualified Stock Option	\$ 53.24	11/16/2007		D	120,323	<u>(2)</u>	01/27/2009	Common Stock	12
Non-Qualified Stock Option	\$ 55.85	11/16/2007		D	89,860	<u>(2)</u>	01/27/2010	Common Stock	89
Non-Qualified Stock Option	\$ 52.17	11/16/2007		D	427,699	<u>(2)</u>	08/08/2010	Common Stock	42
Non-Qualified Stock Option	\$ 55.54	11/16/2007		D	132,620	<u>(2)</u>	01/25/2011	Common Stock	13
Non-Qualified Stock Option	\$ 45.88	11/16/2007		D	181,121	<u>(2)</u>	01/23/2012	Common Stock	18

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Non-Qualified Stock Option	\$ 41.1	11/16/2007	D	144,207	<u>(2)</u>	01/22/2013	Common Stock	14
Non-Qualified Stock Option	\$ 41.15	11/16/2007	D	89,221	<u>(2)</u>	01/21/2014	Common Stock	89
Non-Qualified Stock Option	\$ 45.22	11/16/2007	D	89,439	<u>(2)</u>	01/19/2015	Common Stock	89
Non-Qualified Stock Option	\$ 50.79	11/16/2007	D	89,681	<u>(2)</u>	01/18/2016	Common Stock	89
Non-Qualified Stock Option	\$ 61.51	11/16/2007	D	75,000	<u>(2)</u>	01/17/2017	Common Stock	75

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FOX JEFFREY H ONE ALLIED DRIVE B5F11B LITTLE ROCK, AR 72202			Group Pres.-Operations	

Signatures

/s/ Fox, Jeffrey
H. 12/14/2007

__Signature of
Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Disposed of in connection with the merger of Atlantis Merger Sub, Inc. with and into the issuer effective November 16, 2007 pursuant to
- (1) the Agreement and Plan of Merger dated as of May 20, 2007 among Atlantis Holdings LLC, Atlantis Merger Sub, Inc. and the issuer. A portion of the consideration was received in the form of an investment in the surviving corporation.
 - (2) These options were granted in accordance with Rule 16b-3(d) under a stock option plan. The grants have varied exercisable dates.
 - (3) The price of all derivative securities in Table II, Column 8 is the difference between \$71.50 and the exercise price for the security listed in Column 2.

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