

NTT DOCOMO INC
Form 4
October 28, 2004

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
**NIPPON TELEGRAPH &
TELEPHONE CORP**

(Last) (First) (Middle)

**3-1 OTEMACHI
2-CHOME, CHIYODA-KU**

(Street)

TOKYO, M0 100-8116

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
**NEW CINGULAR WIRELESS
SERVICES, INC. [AWE]**

3. Date of Earliest Transaction
(Month/Day/Year)
10/26/2004

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
__X__ 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)
AT&T Wireless Services, Inc. Common Stock	10/26/2004		U(1)	432,990,446 (2)	D \$ 15 0	I (2)	See Footnote (2)

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

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SEC 1474
(9-02)

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 of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficial Owned Following Reported Transaction (Instr. 6)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owner Name / Address

Director 10% Owner Officer Other

X

X

X

10/26/2004

Date _____

10/26/2004

Date _____

10/26/2004

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).

(1) Pursuant to the Agreement and Plan of Merger (the "Merger Agreement"), dated as of February 17, 2004, by and among AT&T Wireless Services, Inc. (the "Company"), Cingular Wireless Corporation, Cingular Wireless LLC, and related parties, each share of the Company's common stock held by the reporting persons that was outstanding immediately prior to the effective time of the merger (the "Effective Time") has been converted at the Effective Time into the right to receive \$15.00 in cash, without interest.

(2) These shares were directly beneficially owned by DCM Capital USA (UK) Limited, a wholly-owned subsidiary of NTT DoCoMo, Inc. ("DoCoMo"). Nippon Telegraph and Telephone Corporation owns approximately 62% of the equity interest in DoCoMo and disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein. Pursuant to the Merger Agreement, each of these shares has been converted at the Effective Time into the right to receive \$15.00 in cash, without interest.

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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