



NEWS RELEASE

CenturyLink Reports Second Quarter 2016 Results

2016-08-03

- Achieved operating revenues of approximately \$4.4 billion, including core revenues(1) of approximately \$4.0 billion
 - Generated operating income of \$650 million; operating cash flow(2) of \$1.65 billion, excluding special items
 - Generated free cash flow(2,3) of \$617 million, excluding special items
 - Achieved net income of \$196 million and diluted EPS of \$0.36; adjusted net income(2) of \$342 million and adjusted diluted EPS(2) of \$0.63, excluding special items
 - Increased 40 Mbps and higher addressable units by 700,000 year-over-year, of which 500,000 were GPON-enabled; ended second quarter 2016 with 1.2 million GPON-enabled addressable units
- MONROE, La., Aug. 3, 2016 /PRNewswire/ -- [CenturyLink, Inc.](#) (NYSE: CTL) today reported results for second quarter 2016.

"CenturyLink delivered solid second quarter financial results with total operating revenues and core revenues in line with our guidance, and operating cash flow and adjusted diluted earnings per share that exceeded our previous guidance," said Glen F. Post III, chief executive officer and president. "Our new sales and marketing leadership team continues to refine our sales channels and associated go-to-market strategies for the Business market, and continues to pivot toward higher-value bundled solutions for the Consumer market. While second quarter Consumer subscriber metrics were softer than anticipated, we expect to see an improvement in unit trends in the second half of the year.

"We also are continuing to invest with a 'network first' focus on delivering higher broadband speeds and in the transformation and virtualization of our network infrastructure through the deployment of NFV4 and SDN5 technologies. We ended the quarter with more than 8.4 million addressable households and businesses with 40 Mbps or higher speeds, including 1.2 million GPON-enabled addressable units. We expect to reach 11 million 40 Mbps or higher, including 2 million GPON-enabled addressable households and businesses by year-end 2017," concluded Post.

Consolidated Financial Results

Operating revenues for second quarter 2016 were \$4.40 billion compared to \$4.42 billion in second quarter 2015. Declines in legacy^{1,6} and data integration revenues were partially offset by higher strategic revenues^{1,6}, and increased high-cost support revenues related to Connect America Fund Phase 2 (CAF Phase 2) in second quarter 2016.

Operating expenses decreased to \$3.75 billion from \$3.87 billion in second quarter 2015. Excluding special items, operating expenses decreased to \$3.73 billion from \$3.84 billion in second quarter 2015. The year-over-year decrease in operating expenses was primarily driven by lower depreciation and amortization expenses and employee-related costs.

Operating income increased to \$650 million from \$549 million in second quarter 2015 due to lower operating expenses this quarter compared to the same year-ago period.

Operating cash flow (as defined in our attached supplemental schedules), excluding special items, increased to \$1.65 billion from \$1.62 billion in second quarter 2015. For second quarter 2016, CenturyLink achieved an operating cash flow margin, excluding special items, of 37.5% versus 36.8% in second quarter 2015.

Net income and diluted earnings per share (EPS) were \$196 million and \$0.36, respectively, for second quarter 2016, compared to \$143 million and \$0.26, respectively, for second quarter 2015. The increase in diluted EPS was due to higher net income and the impact of the lower number of shares outstanding due to share repurchases in 2015.

Adjusted net income and adjusted diluted EPS (as reflected in our attached supplemental schedule) exclude the after-tax impact of special items, the non-cash after-tax impact of the amortization of certain intangible assets related to major acquisitions since mid-2009, and the non-cash after-tax impact to interest expense relating to the assignment of fair value to the outstanding debt assumed in connection with those acquisitions. Excluding these items, CenturyLink's adjusted net income for second quarter 2016 was \$342 million compared to adjusted net income of \$308 million in second quarter 2015. Second quarter 2016 adjusted diluted EPS was \$0.63 compared to \$0.55 in the year-ago period due to higher adjusted net income and the impact of the lower number of shares outstanding due to share repurchases in 2015.

The accompanying financial schedules provide additional details regarding the company's special items and

reconciliations of non-GAAP financial measures for the three months and six months ended June 30, 2016 and 2015.

Segment Financial Results

Business segment revenues were \$2.60 billion, a decrease of 2.3% from second quarter 2015, primarily due to a decline in legacy revenues, which was partially offset by 8% growth in high-bandwidth data revenues. Strategic revenues were \$1.23 billion in the quarter, an increase of 5.0% from second quarter 2015, primarily due to the increased high-bandwidth data revenues being partially offset by lower hosting revenues.

Consumer segment revenues were \$1.49 billion, a decrease of 0.6% from second quarter 2015, primarily due to a decline in legacy voice revenues, which was partially offset by growth in broadband and Prism® TV revenues. Strategic revenues were \$800 million in the quarter, a 5.5% increase over second quarter 2015.

Guidance — Third Quarter 2016

CenturyLink expects an increase in data integration revenues and continued growth in strategic revenues to be offset by an anticipated decline in legacy revenues, resulting in lower third quarter 2016 operating revenues compared to second quarter 2016. The company expects third quarter 2016 operating cash flow to decline compared to second quarter 2016 primarily due to the anticipated decline in revenues and increased operating expenses related to the seasonality of outside plant maintenance and utility costs.

Third Quarter 2016 (excluding special items)

| | |
|-----------------------------|--------------------------|
| Operating Revenues | \$4.35 to \$4.40 billion |
| Core Revenues | \$3.90 to \$3.95 billion |
| Operating Cash Flow | \$1.56 to \$1.61 billion |
| Adjusted Diluted EPS | \$0.52 to \$0.57 |

All 2016 guidance figures and 2016 outlook statements included in this release (i) speak as of August 3, 2016 only, (ii) exclude the impact of any share repurchases made after June 30, 2016 and (iii) exclude the effects of special

items, future impairment charges, future changes in regulation, future changes in tax laws, accounting rules or our accounting policies, unforeseen litigation or contingencies, integration expenses associated with major acquisitions, any changes in our expected pension fundings, any changes in operating or capital plans or other unforeseen events or circumstances that impact our financial performance, and any future mergers, acquisitions, divestitures, joint ventures or other similar business transactions. See "Forward Looking Statements" below. For additional information on how we define certain of the terms used above, see the attached schedules.

Investor Call

As previously announced, CenturyLink's management will host a conference call at 4:00 p.m. Central Time today, August 3, 2016. Interested parties can access the call by dialing 866-814-1933. The call will be accessible for replay through August 11, 2016, by dialing 888-266-2081 and entering the access code 1673713. Investors can also listen to CenturyLink's earnings conference call and webcast replay by accessing the Investor Relations portion of the company's website at <http://www.centurylink.com> through August 25, 2016. Financial, statistical and other information related to the call will also be posted to our website.

Reconciliation to GAAP

This release includes certain non-GAAP financial measures, including but not limited to operating cash flow, free cash flow, core revenues, adjusted net income, adjusted diluted EPS and adjustments to GAAP measures to exclude the effect of special items. In addition to providing key metrics for management to evaluate the company's performance, we believe these measurements assist investors in their understanding of period-to-period operating performance and in identifying historical and prospective trends. Reconciliations of non-GAAP financial measures to the most comparable GAAP measures are included in the attached financial schedules. Reconciliation of additional non-GAAP financial measures that may be discussed during the earnings call described above, along with further descriptions of non-GAAP financial measures, will be available in the Investor Relations portion of the company's website at www.centurylink.com. Non-GAAP measures are not presented to be replacements or alternatives to the GAAP measures, and investors are urged to consider these non-GAAP measures in addition to, and not in substitution for, measures prepared in accordance with GAAP. CenturyLink may determine or calculate our non-GAAP measures differently from other companies.

About CenturyLink

CenturyLink (NYSE: CTL) is a global communications, hosting, cloud and IT services company enabling millions of customers to transform their businesses and their lives through innovative technology solutions. CenturyLink offers

network and data systems management, Big Data analytics and IT consulting, and operates more than 55 data centers in North America, Europe and Asia. The company provides broadband, voice, video, data and managed services over a robust 250,000-route-mile U.S. fiber network and a 300,000-route-mile international transport network. Visit www.centurylink.com for more information.

Forward Looking Statements

Except for historical and factual information, the matters set forth in this release and other of our oral or written statements identified by words such as "estimates," "expects," "anticipates," "believes," "plans," "intends," and similar expressions are forward-looking statements as defined by the federal securities laws, and are subject to the "safe harbor" protections thereunder.

These forward-looking statements are not guarantees of future results and are based on current expectations only, are inherently speculative, and are subject to a number of assumptions, risks and uncertainties, many of which are beyond our control. Actual events and results may differ materially from those anticipated, estimated, projected, or implied by us if one or more of these risks or uncertainties materialize, or if our underlying assumptions prove incorrect. Factors that could affect actual results include but are not limited to: the effects of competition from a wide variety of competitive providers, including lower demand for our legacy offerings; the effects of new, emerging or competing technologies, including those that could make our products less desirable or obsolete; the effects of ongoing changes in the regulation of the communications industry, including the outcome of regulatory or judicial proceedings relating to intercarrier compensation, interconnection obligations, access charges, universal service, broadband deployment, data protection and net neutrality; our ability to effectively adjust to changes in the communications industry and changes in the composition of our markets and product mix; possible changes in the demand for, or pricing of, our products and services, including our ability to effectively respond to increased demand for high-speed broadband service; our ability to successfully maintain the quality and profitability of our existing product and service offerings and to introduce new offerings on a timely and cost-effective basis; the adverse impact on our business and network from possible equipment failures, service outages, security breaches or similar events impacting our network; our ability to generate cash flows sufficient to fund our financial commitments and objectives, including our capital expenditures, operating costs, debt repayments, dividends, periodic share repurchases, periodic pension contributions and other benefits payments; changes in our operating plans, corporate strategies, dividend payment plans or other capital allocation plans, whether based upon changes in our cash flows, cash requirements, financial performance, financial position, or otherwise; our ability to effectively retain and hire key personnel and to successfully negotiate collective bargaining agreements on reasonable terms without work stoppages; increases in the costs of our pension, health, post-employment or other

benefits, including those caused by changes in markets, interest rates, mortality rates, demographics or regulations; adverse changes in our access to credit markets on favorable terms, whether caused by changes in our financial position, lower debt credit ratings, unstable markets or otherwise; our ability to maintain favorable relations with our key business partners, suppliers, vendors, landlords and financial institutions; our ability to effectively manage our expansion opportunities; our ability to collect our receivables from financially troubled customers; any adverse developments in legal or regulatory proceedings involving us; changes in tax, communications, pension, healthcare or other laws or regulations, in governmental support programs, or in general government funding levels; the effects of changes in accounting policies or practices, including potential future impairment charges; the effects of terrorism, adverse weather or other natural or man-made disasters; the effects of more general factors such as changes in interest rates, in operating costs, in general market, labor, economic or geo-political conditions (including uncertainty about the long-term prospects of the European Union, China and certain other economies), or in public policy; and other risks referenced from time to time in our filings with the U.S. Securities and Exchange Commission (the "SEC"). For all the reasons set forth above and in our SEC filings, you are cautioned not to place undue reliance upon any of our forward-looking statements, which speak only as of the date made. We undertake no obligation to publicly update or revise any of our forward-looking statements for any reason, whether as a result of new information, future events or developments, changed circumstances, or otherwise. Furthermore, any information about our intentions contained in any of our forward-looking statements reflects our intentions as of the date of such forward-looking statement, and is based upon, among other things, existing regulatory, technological, industry, competitive, economic and market conditions, and our assumptions as of such date. We may change our intentions, strategies or plans without notice at any time and for any reason.

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- (1) Core revenues defined as strategic revenues plus legacy revenues (excludes data integration and other revenues) as described further in the attached schedules. Strategic revenues primarily include broadband, Multiprotocol Label Switching (MPLS), Ethernet, Optical Wavelength, colocation, hosting, cloud, video, VoIP and IT services. Legacy revenues primarily include voice, private line (including special access), switched access and Integrated Services Digital Network ("ISDN") and other ancillary services.
 - (2) See attachments for non-GAAP reconciliations.
 - (3) Beginning first quarter 2016, CenturyLink revised its Free Cash Flow calculation. See attachments for non-GAAP reconciliations.
 - (4) Network functions virtualization.
 - (5) Software-defined network.
 - (6) Beginning second quarter 2016, private line (including special access) revenues were reclassified from strategic services to legacy services. All historical periods have been restated to reflect this change.
 - (7) All references to segment data herein reflect certain adjustments described in the attached schedules.

CenturyLink, Inc.
CONSOLIDATED STATEMENTS OF INCOME
THREE MONTHS ENDED JUNE 30, 2016 AND 2015
(UNAUDITED)

(Dollars in millions, except per share amounts; shares in thousands)

| | Three months ended June 30, 2016 | | | Three months ended June 30, 2015 | | | Increase (decrease) as reported | Increase (decrease) excluding special items |
|-------------------------------------|----------------------------------|--------------------------|--|----------------------------------|--------------------------|--|---------------------------------------|---|
| | As reported | Less special items | As adjusted excluding special items (Non-GAAP) | As reported | Less special items | As adjusted excluding special items (Non-GAAP) | | |
| OPERATING REVENUES * | | | | | | | | |
| Strategic | \$ 2,030 | — | 2,030 | 1,929 | — | 1,929 | 5.2 % | 5.2 % |
| Legacy | 1,938 | — | 1,938 | 2,089 | — | 2,089 | (7.2) % | (7.2) % |
| Data integration | 123 | — | 123 | 143 | — | 143 | (14.0) % | (14.0) % |
| Other | 307 | — | 307 | 258 | — | 258 | 19.0 % | 19.0 % |
| Total operating revenues | <u>4,398</u> | <u>—</u> | <u>4,398</u> | <u>4,419</u> | <u>—</u> | <u>4,419</u> | (0.5) % | (0.5) % |
| OPERATING EXPENSES | | | | | | | | |
| Cost of services and products | 1,949 | 2 (1) | 1,947 | 1,959 | 3 (3) | 1,956 | (0.5) % | (0.5) % |
| Selling, general and administrative | 812 | 12 (1) | 800 | 863 | 24 (3) | 839 | (5.9) % | (4.6) % |
| Depreciation and amortization | 987 | — | 987 | 1,048 | — | 1,048 | (5.8) % | (5.8) % |
| Total operating expenses | <u>3,748</u> | <u>14</u> | <u>3,734</u> | <u>3,870</u> | <u>27</u> | <u>3,843</u> | (3.2) % | (2.8) % |
| OPERATING INCOME | 650 | (14) | 664 | 549 | (27) | 576 | 18.4 % | 15.3 % |
| OTHER INCOME (EXPENSE) | | | | | | | | |
| Interest expense | (340) | — | (340) | (327) | — | (327) | 4.0 % | 4.0 % |
| Other income, net | 7 | — | 7 | 12 | — | 12 | (41.7) % | (41.7) % |
| Income tax expense | (121) | 5 (2) | (126) | (91) | 10 (4) | (101) | 33.0 % | 24.8 % |
| NET INCOME BASIC EARNINGS | <u>\$ 196</u> | <u>(9)</u> | <u>205</u> | <u>143</u> | <u>(17)</u> | <u>160</u> | 37.1 % | 28.1 % |

| | | | | | | | | | |
|----------------------------|----|---------|--------|---------|---------|--------|---------|---------|---------|
| PER SHARE | \$ | 0.36 | (0.02) | 0.38 | 0.26 | (0.03) | 0.29 | 38.5 % | 31.0 % |
| DILUTED EARNINGS | | | | | | | | | |
| PER SHARE | \$ | 0.36 | (0.02) | 0.38 | 0.26 | (0.03) | 0.29 | 38.5 % | 31.0 % |
| AVERAGE SHARES OUTSTANDING | | | | | | | | | |
| Basic | | 539,627 | | 539,627 | 558,640 | | 558,640 | (3.4) % | (3.4) % |
| Diluted | | 540,375 | | 540,375 | 559,220 | | 559,220 | (3.4) % | (3.4) % |
| DIVIDENDS PER COMMON SHARE | | | | | | | | | |
| SHARE | \$ | 0.54 | | 0.54 | 0.54 | | 0.54 | — % | — % |
| <hr/> | | | | | | | | | |
| SPECIAL ITEMS | | | | | | | | | |

- (1) - Includes severance costs associated with recent headcount reductions (\$7 million), integration costs associated with our acquisition of Qwest (\$3 million) and costs associated with a large billing system integration project (\$4 million).
- (2) - Income tax benefit of Item (1).
Includes severance costs associated with reduction in force initiatives (\$19 million) and integration costs associated with our acquisition of
- (3) - Qwest (\$8 million).
- (4) - Income tax benefit of Item (3).
- * During the second quarter of 2016, we determined that because of declines due to customer migration to other strategic products and services certain of our business low-bandwidth data services, specifically our private line (including special access) services in our business segment, are now more closely aligned with our legacy services than with our strategic services. As a result, we now reflect these operating revenues as legacy services, and we have reclassified certain prior period amounts to conform to this change. The revision resulted in a reduction of revenue from strategic services and a corresponding increase in revenue from legacy services of \$401 million for the three months ended June 30, 2015.

CenturyLink, Inc.
CONSOLIDATED STATEMENTS OF INCOME
SIX MONTHS ENDED JUNE 30, 2016 AND 2015
(UNAUDITED)

(Dollars in millions, except per share amounts; shares in thousands)

| | Six months ended June 30, 2016 | | | Six months ended June 30, 2015 | | | Increase (decrease) as reported | Increase (decrease) excluding special items |
|-------------------------------------|--------------------------------|--------------------------|---|--------------------------------|--------------------------|---|--|---|
| | As | Less special items | As adjusted excluding special items (Non- GAAP) | As | Less special items | As adjusted excluding special items (Non- GAAP) | | |
| | reported | items | (Non- GAAP) | reported | items | (Non- GAAP) | | |
| OPERATING REVENUES * | | | | | | | | |
| Strategic | \$ 4,019 | — | 4,019 | 3,832 | — | 3,832 | 4.9 % | 4.9 % |
| Legacy | 3,926 | — | 3,926 | 4,240 | — | 4,240 | (7.4)% | (7.4)% |
| Data integration | 239 | — | 239 | 283 | — | 283 | (15.5)% | (15.5)% |
| Other | 615 | — | 615 | 515 | — | 515 | 19.4 % | 19.4 % |
| Total operating revenues | 8,799 | — | 8,799 | 8,870 | — | 8,870 | (0.8)% | (0.8)% |
| OPERATING EXPENSES | | | | | | | | |
| Cost of services and products | 3,849 | 4 (1) | 3,845 | 3,870 | 6 (3) | 3,864 | (0.5) % | (0.5) % |
| Selling, general and administrative | 1,643 | 30 (1) | 1,613 | 1,714 | 67 (3) | 1,647 | (4.1) % | (2.1) % |
| Depreciation and amortization | 1,963 | — | 1,963 | 2,088 | — | 2,088 | (6.0) % | (6.0) % |
| Total operating expenses | 7,455 | 34 | 7,421 | 7,672 | 73 | 7,599 | (2.8) % | (2.3) % |
| OPERATING INCOME | 1,344 | (34) | 1,378 | 1,198 | (73) | 1,271 | 12.2 % | 8.4 % |
| OTHER INCOME (EXPENSE) | | | | | | | | |
| Interest expense | (671) | — | (671) | (655) | — | (655) | 2.4 % | 2.4 % |
| Other (expense) income | 24 | — | 24 | 14 | — | 14 | 71.4 % | 71.4 % |
| Income tax expense | (265) | 13 (2) | (278) | (222) | 22 (4) | (244) | 19.4 % | 13.9 % |

| | | | | | | | | | |
|----------------------------|----|---------|--------|---------|---------|--------|---------|---------|---------|
| NET INCOME | \$ | 432 | (21) | 453 | 335 | (51) | 386 | 29.0 % | 17.4 % |
| BASIC EARNINGS PER SHARE | \$ | 0.80 | (0.04) | 0.84 | 0.60 | (0.09) | 0.69 | 33.3 % | 21.7 % |
| DILUTED EARNINGS PER SHARE | \$ | 0.80 | (0.04) | 0.84 | 0.60 | (0.09) | 0.69 | 33.3 % | 21.7 % |
| AVERAGE SHARES OUTSTANDING | | | | | | | | | |
| Basic | | 539,213 | | 539,213 | 560,304 | | 560,304 | (3.8) % | (3.8) % |
| Diluted | | 540,281 | | 540,281 | 561,362 | | 561,362 | (3.8) % | (3.8) % |
| DIVIDENDS PER COMMON SHARE | \$ | 1.08 | | 1.08 | 1.08 | | 1.08 | — % | — % |
| <hr/> | | | | | | | | | |
| SPECIAL ITEMS | | | | | | | | | |

(1) - Includes severance costs associated with recent headcount reductions (\$21 million), integration costs associated with our acquisition of Qwest (\$7 million) and costs associated with a large billing system integration project (\$6 million).

(2) - Income tax benefit of Item (1).

(3) - Includes severance costs associated with reduction in force initiatives (\$32 million), integration costs associated with our acquisition of Qwest (\$18 million), the impairment of office buildings (\$8 million) and regulatory fines associated with a 911 system outage (\$15 million).

(4) - Income tax benefit of Item (3).

* During the second quarter of 2016, we determined that because of declines due to customer migration to other strategic products and services certain of our business low-bandwidth data services, specifically our private line (including special access) services in our business segment, are now more closely aligned with our legacy services than with our strategic services. As a result, we now reflect these operating revenues as legacy services, and we have reclassified certain prior period amounts to conform to this change. The revision resulted in a reduction of revenue from strategic services and a corresponding increase in revenue from legacy services of \$818 million for the six months ended June 30, 2015.

CenturyLink, Inc.
CONDENSED CONSOLIDATED BALANCE SHEETS
JUNE 30, 2016 AND DECEMBER 31, 2015
(UNAUDITED)
(Dollars in millions)

| | June 30, 2016 | December 31, 2015 |
|---|--------------------------|------------------------------|
| | | |
| ASSETS | | |
| CURRENT ASSETS | | |
| Cash and cash equivalents | \$ 191 | 126 |
| Other current assets | 2,600 | 2,524 |
| Total current assets | 2,791 | 2,650 |
| NET PROPERTY, PLANT AND EQUIPMENT | | |
| Property, plant and equipment | 39,763 | 38,785 |
| Accumulated depreciation | (21,869) | (20,716) |
| Net property, plant and equipment | 17,894 | 18,069 |
| GOODWILL AND OTHER ASSETS | | |
| Goodwill | 20,766 | 20,742 |
| Other, net | 5,667 | 6,143 |
| Total goodwill and other assets | 26,433 | 26,885 |
| TOTAL ASSETS | \$ 47,118 | 47,604 |
| LIABILITIES AND STOCKHOLDERS' EQUITY | | |
| CURRENT LIABILITIES | | |
| Current maturities of long-term debt | \$ 1,451 | 1,503 |
| Other current liabilities | 3,391 | 3,101 |
| Total current liabilities | 4,842 | 4,604 |
| LONG-TERM DEBT | 18,165 | 18,722 |
| DEFERRED CREDITS AND OTHER LIABILITIES | 10,126 | 10,218 |
| STOCKHOLDERS' EQUITY | 13,985 | 14,060 |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY | \$ 47,118 | 47,604 |

CenturyLink, Inc.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
SIX MONTHS ENDED JUNE 30, 2016 AND 2015
(UNAUDITED)
(Dollars in millions)

| | Six months ended June 30, 2016 | Six months ended June 30, 2015 |
|---|---|---|
| OPERATING ACTIVITIES | | |
| Net income | \$ 432 | 335 |
| Adjustments to reconcile net income to net cash provided by operating activities: | | |
| Depreciation and amortization | 1,963 | 2,088 |
| Impairment of assets | 1 | 8 |
| Deferred income taxes | 21 | 53 |
| Provision for uncollectible accounts | 96 | 84 |
| Share-based compensation | 40 | 38 |
| Changes in current assets and liabilities, net | 93 | (93) |
| Retirement benefits | (28) | (19) |
| Changes in other noncurrent assets and liabilities, net | (35) | (11) |
| Other, net | 18 | (2) |
| Net cash provided by operating activities | <u>2,601</u> | <u>2,481</u> |
| INVESTING ACTIVITIES | | |
| Payments for property, plant and equipment and capitalized software | (1,264) | (1,272) |
| Cash paid for acquisitions | (24) | (4) |
| Proceeds from sale of property | 11 | 26 |
| Other, net | (2) | (8) |
| Net cash used in investing activities | <u>(1,279)</u> | <u>(1,258)</u> |
| FINANCING ACTIVITIES | | |
| Net proceeds from issuance of long-term debt | 1,215 | 594 |
| Payments of long-term debt | (1,464) | (506) |
| Net payments on credit facility and revolving line of credit | (410) | (405) |
| Dividends paid | (586) | (609) |
| Net proceeds from issuance of common stock | 3 | 9 |
| Repurchase of common stock and shares withheld to satisfy tax withholdings | (15) | (277) |
| Other, net | — | (2) |
| Net cash used in financing activities | <u>(1,257)</u> | <u>(1,196)</u> |
| Net increase in cash and cash equivalents | 65 | 27 |
| Cash and cash equivalents at beginning of period | 126 | 128 |
| Cash and cash equivalents at end of period | <u>\$ 191</u> | <u>155</u> |

CenturyLink, Inc.
 SELECTED SEGMENT FINANCIAL INFORMATION
 THREE MONTHS AND SIX MONTHS ENDED JUNE 30, 2016 AND 2015
 (UNAUDITED)
 (Dollars in millions)

| | Three months ended June | | Six months ended June 30, | |
|--|-------------------------|--------|---------------------------|--------|
| | 30, | | | |
| | 2016 | 2015 * | 2016 | 2015 * |
| Total segment revenues | \$ 4,091 | 4,161 | 8,184 | 8,355 |
| Total segment expenses | 2,141 | 2,140 | 4,192 | 4,211 |
| Total segment income | \$ 1,950 | 2,021 | 3,992 | 4,144 |
| Total segment income margin (segment income divided by segment revenues) | 47.7 % | 48.6 % | 48.8 % | 49.6 % |
| Business | | | | |
| Revenues * | | | | |
| Strategic services | \$ 1,230 | 1,171 | 2,445 | 2,336 |
| Legacy services | 1,244 | 1,344 | 2,518 | 2,737 |
| Data integration | 123 | 143 | 238 | 282 |
| Total revenues | 2,597 | 2,658 | 5,201 | 5,355 |
| Expenses ** | | | | |
| Total expenses | 1,487 | 1,504 | 2,914 | 2,967 |
| Segment income | \$ 1,110 | 1,154 | 2,287 | 2,388 |
| Segment income margin | 42.7 % | 43.4 % | 44.0 % | 44.6 % |
| Consumer | | | | |
| Revenues | | | | |
| Strategic services | \$ 800 | 758 | 1,574 | 1,496 |
| Legacy services | 694 | 745 | 1,408 | 1,503 |
| Data integration | — | — | 1 | 1 |
| Total revenues | 1,494 | 1,503 | 2,983 | 3,000 |
| Expenses ** | | | | |
| Total expenses | 654 | 636 | 1,278 | 1,244 |
| Segment income | \$ 840 | 867 | 1,705 | 1,756 |
| Segment income margin | 56.2 % | 57.7 % | 57.2 % | 58.5 % |

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- * During the second quarter of 2016, we determined that because of declines due to customer migration to other strategic products and services certain of our business low-bandwidth data services, specifically our private line (including special access) services in our business segment, are now more closely aligned with our legacy services than with our strategic services. As a result, we now reflect these operating revenues as legacy services, and we have reclassified certain prior period amounts to conform to this change. The revision resulted in a reduction of revenue from strategic services and a corresponding increase in revenue from legacy services of \$401 million and \$818 million (net of \$2 million and \$4 million of deferred revenue included in other business legacy services) for the three and six months ended June 30, 2015, respectively.
- ** During the first half of 2016, we implemented several changes with respect to the assignment of certain expenses to our reportable segments. We have recast our previously-reported segment results for the three and six months ended June 30, 2015, to conform to the current presentation. For the three months ended June 30, 2015, the segment expense recast resulted in an increase in consumer expenses of \$19 million and a decrease in business expenses of \$21 million. For the six months ended June 30, 2015, the segment expense recast resulted in an increase in consumer expenses of \$38 million and a decrease in business expenses of \$42 million.

CenturyLink, Inc.
RECONCILIATION OF NON-GAAP FINANCIAL MEASURES
(UNAUDITED)
(Dollars in millions)

| | Three months ended June 30, 2016 | | | Three months ended June 30, 2015 | | |
|--|----------------------------------|--------------------|-------------------------------------|----------------------------------|--------------------|-------------------------------------|
| | As reported | Less special items | As adjusted excluding special items | As reported | Less special items | As adjusted excluding special items |
| Operating cash flow and cash flow margin | | | | | | |
| Operating income | \$ 650 | (14) | (1) 664 | 549 | (27) | (2) 576 |
| Add: Depreciation and amortization | 987 | — | 987 | 1,048 | — | 1,048 |
| Operating cash flow | \$ 1,637 | (14) | 1,651 | 1,597 | (27) | 1,624 |
| Revenues | \$ 4,398 | — | 4,398 | 4,419 | — | 4,419 |
| Operating income margin (operating income divided by revenues) | 14.8 % | | 15.1 % | 12.4 % | | 13.0 % |
| Operating cash flow margin (operating cash flow divided by revenues) | 37.2 % | | 37.5 % | 36.1 % | | 36.8 % |
| Free cash flow | | | | | | |
| Operating cash flow | | | \$ 1,651 | | | 1,624 |
| Less: Capital expenditures (3) | | | (648) | | | (654) |
| Less: Cash paid for interest, net of amounts capitalized | | | (398) | | | (384) |
| Less: Pension and post-retirement impacts (4) | | | (7) | | | (10) |
| Less: Cash paid for income taxes, net of refunds | | | (10) | | | (36) |
| Add: Share-based compensation | | | 22 | | | 20 |
| Add: Other income | | | 7 | | | 12 |
| Free cash flow (5) | | | \$ 617 | | | 572 |

SPECIAL ITEMS

- (1) - Includes severance costs associated with recent headcount reductions (\$7 million), integration costs associated with our acquisition of Qwest (\$3 million) and costs associated with a large billing system integration project (\$4 million).
- (2) - Includes severance costs associated with reduction in force initiatives (\$19 million) and integration costs associated with our acquisition of Qwest (\$8 million).

FREE CASH FLOW

- (3) - Excludes \$5 million in second quarter 2016 and \$2 million in second quarter 2015 of capital expenditures related to the integration of Qwest and Savvis.
- (4) - 2016 includes net periodic pension benefit income of (\$18 million), net periodic post-retirement benefit expense of \$35 million and (\$1 million) of benefits paid to participants of our non-qualified pension plans. Post-retirement contributions included benefits paid by company (\$38 million) offset by participant contributions \$14 million and direct subsidy receipts \$1 million.
 - 2015 includes net periodic pension benefit income of (\$17 million), net periodic post-retirement benefit expense of \$41 million and (\$2 million) of benefits paid to participants of our non-qualified pension plans. Post-retirement contributions included benefits paid by company (\$48 million) offset by participant contributions \$14 million and direct subsidy receipts \$2 million.
- (5) - Excludes special items identified in items (1) and (2).

CenturyLink, Inc.
RECONCILIATION OF NON-GAAP FINANCIAL MEASURES
(UNAUDITED)
(Dollars in millions)

| | Six months ended June 30, 2016 | | | Six months ended June 30, 2015 | | |
|--|--------------------------------|--------------------|-------------------------------------|--------------------------------|--------------------|-------------------------------------|
| | As reported | Less special items | As adjusted excluding special items | As reported | Less special items | As adjusted excluding special items |
| Operating cash flow and cash flow margin | | | | | | |
| Operating income | \$ 1,344 | (34) | (1) 1,378 | 1,198 | (73) | (2) 1,271 |
| Add: Depreciation and amortization | 1,963 | — | 1,963 | 2,088 | — | 2,088 |
| Operating cash flow | \$ 3,307 | (34) | 3,341 | 3,286 | (73) | 3,359 |
| Revenues | \$ 8,799 | — | 8,799 | 8,870 | — | 8,870 |
| Operating income margin (operating income divided by revenues) | 15.3 % | | 15.7 % | 13.5 % | | 14.3 % |
| Operating cash flow margin (operating cash flow divided by revenues) | 37.6 % | | 38.0 % | 37.0 % | | 37.9 % |
| Free cash flow | | | | | | |
| Operating cash flow | | | \$ 3,341 | | | 3,359 |
| Less: Capital expenditures (3) | | | (1,255) | | | (1,267) |
| Less: Cash paid for interest, net of amounts capitalized | | | (660) | | | (654) |
| Less: Pension and post-retirement impacts (4) | | | (28) | | | (20) |
| Less: Cash paid for income taxes, net of refunds | | | (21) | | | (41) |
| Add: Share-based compensation | | | 40 | | | 38 |
| Add: Other income | | | 24 | | | 14 |
| Free cash flow (5) | | | \$ 1,441 | | | 1,429 |

SPECIAL ITEMS

- (1) - Includes severance costs associated with recent headcount reductions (\$21 million), integration costs associated with our acquisition of Qwest (\$7 million) and costs associated with a large billing system integration project (\$6 million).
- (2) - Includes severance costs associated with reduction in force initiatives (\$32 million), integration costs associated with our acquisition of Qwest (\$18 million), the impairment of office buildings (\$8 million) and regulatory fines associated with a 911 system outage (\$15 million).

FREE CASH FLOW

- (3) - Excludes \$9 million in 2016 and \$5 million in 2015 of capital expenditures related to the integration of Qwest and Savvis.
- (4) - 2016 includes net periodic pension benefit income of (\$38 million), net periodic post-retirement benefit expense of \$71 million and (\$3 million) of benefits paid to participants of our non-qualified pension plans. Post-retirement contributions included benefits paid by company (\$89 million) offset by participant contributions \$29 million and direct subsidy receipts \$2 million.
 - 2015 includes net periodic pension benefit income of (\$41 million), net periodic post-retirement benefit expense of \$82 million and (\$3 million) of benefits paid to participants of our non-qualified pension plans. Post-retirement contributions included benefits paid by company (\$90 million) offset by participant contributions \$29 million and direct subsidy receipts \$3 million.
- (5) - Excludes special items identified in items (1) and (2).

CenturyLink, Inc.
REVENUES
(UNAUDITED)
(Dollars in millions)

| | Three months ended | | Six months ended | |
|---|---------------------------|----------------------|-------------------------|----------------------|
| | June 30, 2016 | June 30, 2015 | June 30, 2016 | June 30, 2015 |
| Strategic services * | | | | |
| Business high-bandwidth data services (1) | \$ 753 | 697 | 1,491 | 1,384 |
| Business hosting services (2) | 305 | 319 | 612 | 637 |
| Other business strategic services (3) | 172 | 155 | 342 | 315 |
| Consumer broadband services (4) | 682 | 652 | 1,349 | 1,287 |
| Other consumer strategic services (5) | 118 | 106 | 225 | 209 |
| Total strategic services revenues | 2,030 | 1,929 | 4,019 | 3,832 |
| Legacy services * | | | | |
| Business voice services (6) | 611 | 648 | 1,233 | 1,318 |
| Business low-bandwidth data services (7) | 352 | 403 | 718 | 822 |
| Other business legacy services (8) | 281 | 293 | 567 | 597 |
| Consumer voice services (6) | 615 | 675 | 1,249 | 1,363 |
| Other consumer legacy services (9) | 79 | 70 | 159 | 140 |
| Total legacy services revenues | 1,938 | 2,089 | 3,926 | 4,240 |
| Data integration | | | | |
| Business data integration | 123 | 143 | 238 | 282 |
| Consumer data integration | — | — | 1 | 1 |
| Total data integration revenues | 123 | 143 | 239 | 283 |
| Other revenues | | | | |
| High-cost support revenue (10) | 173 | 132 | 347 | 266 |
| Other revenue (11) | 134 | 126 | 268 | 249 |
| Total other revenues | 307 | 258 | 615 | 515 |
| Total revenues | \$ 4,398 | 4,419 | 8,799 | 8,870 |

-
- (1) Includes MPLS and Ethernet revenue
 - (2) Includes colocation, hosting (including cloud hosting and managed hosting) and hosting area network revenue
 - (3) Includes primarily broadband, VoIP, video and IT services revenue
 - (4) Includes broadband and related services revenue
 - (5) Includes video and other revenue
 - (6) Includes local and long-distance voice revenue
 - (7) Includes private line (including special access) revenue
 - (8) Includes UNEs, public access, switched access and other ancillary revenue
 - (9) Includes other ancillary revenue
 - (10) Includes CAF Phase 1, CAF Phase 2 and federal and state USF support revenue
 - (11) Includes USF surcharges

* During the second quarter of 2016, we determined that because of declines due to customer migration to other strategic products and services certain of our business low-bandwidth data services, specifically our private line (including special access) services in our business segment, are now more closely aligned with our legacy services than with our strategic services. As a result, we now reflect these operating revenues as legacy services, and we have reclassified certain prior period amounts to conform to this change. The revision resulted in a reduction of revenue from strategic services and a corresponding increase in revenue from legacy services of \$401 million and \$818 million (net of \$2 million and \$4 million of deferred revenue included in other business legacy services) for the three and six months ended June 30, 2015, respectively. In addition, our business broadband services remain a strategic service and are now included in our other business strategic services.

CenturyLink, Inc.
HOSTING REVENUES AND OPERATING METRICS
(UNAUDITED)

| | Three months ended | | Six months ended | |
|-------------------------------|--------------------|---------------|------------------|---------------|
| | June 30, 2016 | June 30, 2015 | June 30, 2016 | June 30, 2015 |
| Hosting Revenue Detail | (In millions) | | | |
| Colocation | \$ 156 | 156 | 311 | 312 |
| Managed Hosting / Cloud | 127 | 141 | 258 | 282 |
| Hosting Area Network | 22 | 22 | 43 | 43 |
| Total Hosting Revenue | \$ 305 | 319 | 612 | 637 |

| | As of June 30, 2016 | As of March 31, 2016 | As of June 30, 2015 |
|-------------------------------------|------------------------|-------------------------|------------------------|
| Hosting Data Center Metrics | | | |
| Number of data centers (1) | 58 | 59 | 59 |
| Sellable square feet, million sq ft | 1.55 | 1.57 | 1.57 |
| Billed square feet, million sq ft | 1.02 | 1.01 | 1.01 |
| Utilization | 66 % | 65 % | 64 % |

(1) We define a data center as any facility where we market, sell and deliver colocation services, managed hosting (including cloud hosting) services, multi-tenant managed services, or any combination thereof.

| | As of June 30, 2016 | As of March 31, 2016 | As of June 30, 2015 |
|--------------------------|------------------------|-------------------------|------------------------|
| Operating Metrics | (In thousands) | | |
| Broadband subscribers | 5,990 | 6,056 | 6,108 |
| Access lines | 11,413 | 11,611 | 12,109 |
| Prism TV subscribers | 311 | 302 | 258 |

Our methodology for counting broadband subscribers, access lines and Prism TV subscribers may not be comparable to those of other companies.

CenturyLink, Inc.
SUPPLEMENTAL NON-GAAP INFORMATION - ADJUSTED DILUTED EPS
THREE MONTHS ENDED JUNE 30, 2016 AND 2015 AND SIX MONTHS ENDED JUNE 30, 2016 AND 2015
(UNAUDITED)

(Dollars and shares in millions, except per share amounts)

| | <u>Three months ended</u> | | | | <u>Six months ended</u> | | | |
|---|---------------------------|-----|-------------|-----|-------------------------|-----|--------------|-----|
| | <u>June 30,</u> | | <u>June</u> | | <u>June</u> | | <u>June</u> | |
| | <u>2016</u> | | <u>30,</u> | | <u>30,</u> | | <u>30,</u> | |
| | | | <u>2015</u> | | <u>2016</u> | | <u>2015</u> | |
| Net Income | \$ 196 | | 143 | | 432 | | 335 | |
| Less Special Items: | | | | | | | | |
| Special items (excluding tax items) | (14) | (1) | (27) | (3) | (34) | (5) | (73) | (7) |
| Special income tax items and income tax effect of other special items | 5 | (2) | 10 | (4) | 13 | (6) | 22 | (8) |
| Total impact of special items | <u>(9)</u> | | <u>(17)</u> | | <u>(21)</u> | | <u>(51)</u> | |
| Net income, excluding special items | 205 | | 160 | | 453 | | 386 | |
| Add back certain items arising from purchase accounting: | | | | | | | | |
| Amortization of customer base intangibles: | | | | | | | | |
| Qwest | 187 | | 202 | | 378 | | 407 | |
| Embarq | 20 | | 24 | | 40 | | 49 | |
| Savvis | 16 | | 16 | | 31 | | 31 | |
| Amortization of trademark intangibles | — | | — | | — | | 1 | |
| Amortization of fair value adjustment of long-term debt: | | | | | | | | |
| Embarq | 1 | | 2 | | 3 | | 3 | |
| Qwest | (4) | | (6) | | (9) | | (12) | |
| Subtotal | <u>220</u> | | <u>238</u> | | <u>443</u> | | <u>479</u> | |
| Tax effect of items arising from purchasing accounting | <u>(83)</u> | | <u>(90)</u> | | <u>(168)</u> | | <u>(182)</u> | |
| Net adjustment, after taxes | <u>137</u> | | <u>148</u> | | <u>275</u> | | <u>297</u> | |
| Net income, as adjusted for above items | <u>\$ 342</u> | | <u>308</u> | | <u>728</u> | | <u>683</u> | |
| Weighted average diluted shares outstanding | 540.4 | | 559.2 | | 540.3 | | 561.4 | |
| Diluted EPS (excluding special items) | \$ 0.38 | | 0.29 | | 0.84 | | 0.69 | |
| Adjusted diluted EPS as adjusted for the above-listed purchase accounting intangible and interest amortizations (excluding special items) | \$ 0.63 | | 0.55 | | 1.35 | | 1.22 | |

The above non-GAAP schedule presents adjusted net income and adjusted diluted earnings per share (both excluding special items) by adding back to net income and diluted earnings per share certain non-cash expense items that arise as a result of the application of business combination accounting rules to our major acquisitions since mid-2009. Such presentation is not in accordance with generally accepted accounting principles but management believes the presentation is useful to analysts and investors to understand the impacts of growing our business through acquisitions.

- (1) Includes severance costs associated with recent headcount reductions (\$7 million), integration costs associated with our acquisition of Qwest (\$3 million) and costs associated with a large billing system integration project (\$4 million).
- (2) Income tax benefit of Item (1).
- (3) Includes severance costs associated with reduction in force initiatives (\$19 million) and integration costs associated with our acquisition of Qwest (\$8 million).
- (4) Income tax benefit of Item (3).
- (5) Includes severance costs associated with recent headcount reductions (\$21 million), integration costs associated with our acquisition of Qwest (\$7 million) and costs associated with a large billing system integration project (\$6 million).
- (6) Income tax benefit of Item (5).
- (7) Includes severance costs associated with reduction in force initiatives (\$32 million), integration costs associated with our acquisition of Qwest (\$18 million), the impairment of office buildings (\$8 million) and regulatory fines associated with a 911 system outage (\$15 million).
- (8) Income tax benefit of Item (7).

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