

## Attachment

### CENTURYLINK/QWEST CONDITIONS ORDERED OR AGREED TO IN STATE REGULATORY PROCEEDINGS<sup>1</sup>

#### STATUS OF STATE CASES

*Settlements approved by public utility commissions:*

- **Colorado.** A settlement between the Applicants and Colorado Public Utilities Commission (“CPUC”) staff was approved on December 15, 2010.<sup>2</sup> The Colorado Office of Consumer Counsel recommended denial of the Staff Settlement.<sup>3</sup>
- **Iowa.** In Iowa, the Applicants and the Office of Consumer Advocate (“OCA”) entered into a Settlement Agreement, which was filed with the Iowa Utilities Board (“IUB”) on August 16, 2010, and ultimately approved, with modification, on November 3, 2010.<sup>4</sup>
- **Montana.** In Montana, a settlement between the Applicants and the Montana Consumer Counsel (“MCC”) was approved by the Montana Public Service Commission on December 15, 2010.<sup>5</sup>

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<sup>1</sup>This attachment is intended to highlight major conditions under consideration or agreed to, but does not purport to be comprehensive. The attachment attempts to be current as of January 24, 2011. Please see source documents and the referenced state proceedings for complete descriptions of the conditions that have been approved or proposed. This attachment does not summarize the agreement that the Applicants reached with Integra in various jurisdictions.

<sup>2</sup> *In the Matter of the Joint Application of Qwest Communications International, Inc., and Centurylink, Inc., for Approval of Indirect Transfer of Control of Qwest Corporation, El Paso County Telephone Company, Qwest Communications Company, LLC and Qwest LD Corp.*, Colorado Public Utilities Commission Docket No. 10A-350T, Initial Commission Decision Granting Approval of Indirect Transfer of Control, adopted December 15, 2010; see [https://www.dora.state.co.us/pls/efi/efi\\_p2\\_v2\\_demo.show\\_document?p\\_dms\\_document\\_id=93645&p\\_session\\_id=/](https://www.dora.state.co.us/pls/efi/efi_p2_v2_demo.show_document?p_dms_document_id=93645&p_session_id=/).

<sup>3</sup> Id. at 18-19.

<sup>4</sup> *In Re: Qwest Communications International, Inc., and CenturyTel, Inc.*, Iowa Utilities Board Docket No. SPU-2010-0006, Order Approving Settlement Agreements, Granting Motions to Withdraw and Allowing Proposed Reorganization, issued November 19, 2010; see <https://efs.iowa.gov/efiling/groups/external/documents/docket/054758.pdf>.

<sup>5</sup> *In the Matter of the Joint Application of Qwest Communications International, Inc. and CenturyLink, Inc., for Approval of Indirect Transfer of Control of Qwest Corporation, Qwest Communications Company, LLC, and Qwest LD Corp.*, Montana Public Service Commission Docket No. D2010.5.55, Final Order, issued December 14, 2010. The Final Order also approved settlements with other parties. See [http://www.psc.mt.gov/eDocs/eDocuments/pdfFiles/D2010-5-55\\_7096e.pdf](http://www.psc.mt.gov/eDocs/eDocuments/pdfFiles/D2010-5-55_7096e.pdf).

- **Pennsylvania.** In Pennsylvania, the Administrative Law Judge (“ALJ”) Recommended Decision approved a settlement that included the Office of Consumer Advocate (“OCA”) and the Office of Small Business Advocate (“OSBA”), and the ALJ decision was adopted by the Commission on October 14, 2010, without any changes.<sup>6</sup>
- **Utah.** In Utah, the Applicants submitted one settlement with the Division of Public Utilities (“Division”) and a separate settlement with the Office of Consumer Services (“OCS”), each dated October 13, 2010. The settlements were approved on January 4, 2011.<sup>7</sup>

*Settlements pending public utility commission review*

- **Arizona.** A settlement with the staff of the Arizona Corporation Commission (“ACC”) and the Residential Utility Consumer Office (RUCO) awaits approval.<sup>8</sup>
- **Minnesota.** The Applicants and the Department of Commerce entered into a Stipulation and Agreement on October 4, 2010.<sup>9</sup> The Applicants also entered into a settlement agreement with the Communication Workers of America on October 26, 2010.
- **New Jersey.** In New Jersey, on December 1, 2010, the Applicants, the Division of Rate Counsel and the Staff of the Board of Public Utilities (“BPU”) submitted a stipulation to the Board of Public Utilities.<sup>10</sup> The New Jersey BPU has not yet ruled on the stipulation.

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<sup>6</sup> *Joint Application for Approval Under Chapter 11 of the Pennsylvania Public Code of the Change of Control of Qwest Communications Co., LLC and for all Other Approvals Required Under the Public Utility Code*, Pennsylvania Public Utility Commission Docket No. A-2010-2176733, Order, issued October 14, 2010. See <http://www.puc.state.pa.us/pcdocs/1097935.docx>.

<sup>7</sup> *In the Matter of the Joint Application of Qwest Communications International, Inc. and CenturyTel, Inc. for Approval of Indirect Transfer of Control of Qwest Corporation, Qwest Communications Company, LLC, and Qwest LD Corporation*, Public Service Commission of Utah Docket No. 10-049-16, Report and Order, issued January 4, 2011. See <http://www.psc.utah.gov/utilities/telecom/ordersindex/documents/703411004916RO.pdf>.

<sup>8</sup> *In the Matter of the Joint Application of Qwest Corporation, Qwest Communications Company, LLC, Qwest LD Corp. dba Qwest Long Distance, Embarq Communications, Inc., Embarq Payphone Services, Inc. and CenturyTel Solutions, LLC for approval of the proposed merger of their parent corporations Qwest Communications International Inc. and CenturyTel, Inc.*, Arizona Corporation Commission Docket No. T-01051B-10-0194, Notice of Filing Proposed Settlement Agreement between the Joint Applicants, Utilities Division Staff and RUCO, November 26, 2010. The Arizona Settlement includes 41 separate conditions. This attachment identifies some but by no means all of them. See <http://images.edocket.azcc.gov/docketpdf/0000120262.pdf>.

<sup>9</sup> *In the Matter of the Joint Petition for Approval of Indirect Transfer of Control of Qwest Operating Companies to CenturyLink*, MPUC Docket No. P-421, et al./PA-10-456, OAH Docket No. 11-2500-21391-2, State of Minnesota Office of Administrative Hearings for the Public Utilities Commission, *Order for Settlement Conference*, October 26, 2010. See <https://www.edockets.state.mn.us/EFiling/edockets/searchDocuments.do?method=showPoup&documentId={15C3AF00-0268-43A0-ABB9-4CE3077E9B4C}&documentTitle=201010-55131-01>.

<sup>10</sup> *In The Matter Of Qwest Communications Company, LLC And CenturyTel, Inc. For Approval Of Indirect Transfer Of Control Of Qwest Communications Company, LLC*, New Jersey Board of Public Utilities, Docket No. TM10050343, Stipulation, filed December 1, 2010. See <http://www.nj.gov/rpa/docs/TM10050343.pdf>.

- **Oregon.** On December 2, 2010, a partial settlement among the Applicants, Citizens Utility Board, and Oregon Public Utilities Commission (“PUC”) Staff was filed.<sup>11</sup> The settlement included some 53 conditions. The parties agreed to litigate the imposition of a “most-favored-state” condition and a condition imposing trouble report complaint reporting for broadband services. The case is being briefed.
- **Washington.** On December 23, 2010, a settlement among Applicants, Public Utilities Commission (“PUC”) Staff and Public Counsel was filed that contained 29 conditions.<sup>12</sup> Hearings were held, and the case is being briefed.

## SUMMARY OF CONDITIONS INCLUDED IN SETTLEMENTS

### Financial:

#### *Settlement Agreements approved by public utility commissions:*

- The Company will make “all records” available to the OCA and the IUB pursuant to IAC 199-31.2 (Iowa Settlement Agreement).
- CenturyLink will file results of 2012 operations with the Montana PSC, and will give the PSC and the MCC access to all books of account (Montana Stipulation).
- CenturyLink will not advocate for a higher cost of capital than it would have been absent the transaction, and will not seek to recover any increased management costs as a result of the transaction (Montana Stipulation).
- CenturyLink will, for three years, report the costs and synergy savings from the transaction (Montana Stipulation).
- CenturyLink will meet with OCA and OSBA 30 days in advance of any filing pledging assets under Chapter 19 of the Pennsylvania Public Utility Code (Pennsylvania Joint Settlement).
- CenturyLink will provide, at close of transaction and on a quarterly basis for three years, to OCA and OSBA (on confidential basis) the following: quarterly financial statement; total number of access lines (Pennsylvania Joint Settlement).

#### *Settlements pending public utility commission review:*

- Merged company will not recover or seek to recover in retail or wholesale rates transition-related costs and acquisition premium (Arizona Settlement).

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<sup>11</sup> *In the Matter of CenturyLink, Inc. Application for an Order to Approve the Indirect Transfer of Control of Qwest Corporation*, Oregon Public Utilities Commission Case UM 1484, Stipulation, filed December 2, 2010. See <http://apps.puc.state.or.us/edockets/edocs.asp?FileType=HAR&FileName=um1484har83359.pdf>.

<sup>12</sup> *In the Matter of the Joint Application of Qwest Communications International Inc. and Centurytel, Inc. for Approval of Indirect Transfer of Control of Qwest Corporation, Qwest Communications Company LLC, and Qwest LD Corp.*, Washington Utilities and Transportation Commission Docket No. UT-100820, Settlement Agreement, filed December 23, 2010. See <http://www.utc.wa.gov/rms2.nsf/vw2005OpenDocket/6FAF440B745E4B748825780300021330>.

- Merged company will provide ACC with access to books, documents, etc relating to proposed merger (Arizona Settlement).
- Merged company must report to the ACC and to RUCO for a three-year period regarding any loan defaults, delisting from trading on major trading exchanges, if the equity-to-total capital ratio falls below 40%, and if the company or its subsidiaries is rated with a non-investment rate grading by the three major rating agencies. The equity ratio is to be calculated by using the market value of CenturyLink's common stock divided by its total enterprise value (Arizona Settlement).
- CenturyLink will provide PUC access to books of account, allowing a reasonableness review of the transaction (Oregon Settlement).
- CenturyLink will not advocate for higher cost of capital than it would have been absent the transaction, or seek to recover transaction costs (Oregon Settlement).
- CenturyLink will fill three annual synergies, savings, and other transaction impacts reports, and three years of quarterly balance sheet reports (Oregon Settlement).
- Semi-annual Reports to Commission providing details of intercompany receivables and payables as well as dividends to shareholders for a period of five years (Washington Settlement).
- Company will not advocate for a cost of capital that is higher than it would have been absent the transaction (Washington Settlement).
- Between three and four years after approval of transaction, CenturyLink must file with the Commission: pro forma results of operations; and a new proposed alternative form of regulation ("AFOR") plan (with the current one to extend until the Commission approves the new proposed AFOR plan) (Washington Settlement).
- The companies must file an annual "synergies savings report" for each six-month period and year-to-date detailing synergies by functional area and by company for CenturyTel ILECs and Qwest for a three year period (Washington Settlement).
- Retail and wholesale customers should be "held harmless" for increases in management costs, branding and transition costs (i.e. transaction costs should not be passed on to consumers) (Washington Settlement).
- CenturyLink incumbent local exchange carriers ("ILECs") must continue to maintain books to continue to report operations consistent with current Washington-specific data it reports (Washington Settlement).
- On the first anniversary of the transaction, the companies must provide a status report on infrastructure in the state, including plans for the following calendar year (Washington Settlement).
- An annual report (until a new AFOR has been approved) detailing the budgeted capital expenditures in-state compared to total CenturyLink-wide expenditures as well as a per-access line comparison (Washington Settlement).

## **Capital Investment/Maintenance:**

*Settlement Agreements approved by public utility commissions:*

- For a period of three years, CenturyLink will submit a quarterly report to Pennsylvania PUC, OCA, and OSBA identifying number of personnel associated with maintenance of its network facilities and detailing the level of maintenance expense (Pennsylvania Joint Settlement).

*Settlements pending public utility commission review:*

- Applicants committed to investing \$16 million in New Jersey over a four-year period (New Jersey Settlement).
- CenturyLink will submit two years of infrastructure reports (Oregon Settlement).
- CenturyLink will submit, until the conclusion of the AFOR proceeding, annual reports on regulated capital expenditures as a percentage of total system expenditures and a comparison of Washington per-line expenditures and system-wide per-line expenditures (Washington Settlement).

## **Broadband:**

*Settlement Agreements approved by public utility commissions:*

- Applicants agree to invest no less than \$70 million in broadband infrastructure in Colorado over a five-year period (Colorado Settlement).
- Applicants committed to invest \$25 million in broadband infrastructure (primarily to increase broadband speeds) in Iowa over the five-year period beginning January 1, 2011 (Iowa Settlement Agreement).
- Applicants committed to invest a minimum of \$10 million in broadband in Montana over five years, with a priority to serve underserved and unserved areas, with reporting requirements (Montana Order).
- CenturyLink commits to offering broadband to 16 additional carrier serving areas (“CSAs”) that currently do not qualify under its bona fide retail request program (“BFRR”) to the 2011 broadband deployment schedule in Pennsylvania and to deploy broadband in all CSAs that receive enough requests under BFRR between a Commission order approving the transaction and December 31, 2012 within 365 calendar days (Pennsylvania Joint Settlement).
- Applicants committed to invest \$25 million over a five-year period beginning January 1, 2011 to provide broadband to underserved and unserved areas in Utah (underserved means that there is no wireline broadband service and unserved means that service is available at speeds of 1.5 mbps or less). The Applicants will submit annual filings to show compliance (Utah Division Settlement).

*Settlements pending public utility commission review:*

- Applicants committed to invest \$70 million in broadband infrastructure in Arizona over a five-year period and also will provide notice of IPTV deployment plans no less than 30 days prior to launch (Arizona Settlement).
- Applicants committed to invest \$50 million in broadband infrastructure in Minnesota over a five year period. One-third of investment will be in unserved or underserved areas, where underserved is defined as broadband wireline service available only at speeds up to 1.5Mbps. Annual filings will be submitted showing progress towards goals. (Minnesota Stipulation and Agreement).
- Applicants committed to invest \$45 million in broadband infrastructure in Oregon over a five-year period, with 25% to be spent by 12/31/12; annual reports to be provided (Oregon settlement).
- Applicants committed to invest \$89 million in retail broadband infrastructure in Washington over a five-year period, including five named central offices; at least 33% of investment will go to unserved and underserved areas (Washington Settlement).
- Submission of initial broadband deployment plan within 180 days of transaction closing (consultation with Staff and Public Counsel) (Washington Settlement).
- Annual report on broadband deployment filed with Commission to include number of living units to be enabled or upgraded (Washington Settlement).
- The companies must offer stand-alone DSL (Washington Settlement).

### **Retail Service Quality:**

#### *Settlement Agreements approved by public utility commissions:*

- Commitment to work with IUB Iowa OCA to develop new service quality reporting formats subject to Board approval. For a period of three years from closing, the Company will provide quarterly service quality reports detailing monthly data (Iowa Settlement Agreement).
- For a period of three years CenturyLink will notify the Pennsylvania PUC, OCA and OSBA if the service outage repair index falls below 90% restored/repared in (a) any month across the entire Pennsylvania system or (b) for three consecutive months in an individual exchange (Pennsylvania Joint Settlement).
- CenturyLink agrees not to seek a waiver from the requirements of R. 746-340, sections 8 and 9, for two years following the date of the close of the merger (Utah Division Agreement, Utah OCS Agreement).

#### *Settlements pending public utility commission review:*

- Retail support centers will be sufficiently staffed to provide level of service not less than that pre-merger (Arizona Settlement).
- During the three-year period spanning 2011 through 2013, CenturyLink will notify Board Staff and Rate Counsel if its service outage repair index falls below 90%

restored/repared in 24 hours in any one month as measured across CenturyLink's New Jersey system (New Jersey Settlement).

- Maintaining service quality and service quality reporting; possible penalties (Oregon settlement).
- Increase of customer credit from \$15 to \$25 (Washington Settlement).
- Continued monthly service quality reports on a monthly basis, and report of payouts under the Customer Service Guarantee Program on a quarterly basis until conclusion of AFOR proceeding (Washington Settlement).
- If service quality degrades below average level of retail service quality metrics for period six months prior to closing date, Staff or Public Counsel may initiate an investigation and may propose a self-executing service quality penalty mechanism (Washington Settlement).
- CenturyLink must maintain the personnel and expertise to respond sufficiently to service complaints (Washington Settlement).

### **Retail Rates and Services:**

#### *Settlement Agreements approved by public utility commissions:*

- For price cap filings of 2011 and 2012, CenturyLink agrees to forgo using revenues available pursuant to annual maximum allowed price increase to increase non-competitive services rates and also agrees not to bank such allowed increases nor to recover increases from other sources such as the state universal service fund (Pennsylvania Joint Settlement).

#### *Settlements pending public utility commission review:*

- Company will not discontinue Commission-regulated intrastate retail service for at least one year, except as approved by Commission (Arizona Settlement).
- The Company will forgo increases to its flat rate and measured rate residential standalone service rates and flat rate standalone business rates through 2012 for all operating companies. (Minnesota Stipulation and Agreement).
- The Company agrees to not increase the residential measured service rate during 2011 (Utah OCS Agreement).
- If the Company increases basic residential service rates during 2011, the Company will provide at least 30 days advanced notice to the OCS, prior to the issuing of customer notices (Utah OCS Agreement).
- The Company will provide to its customer service representatives (CSRs) handling calls from Utah customers with special scripting that will address situations where Utah customers call about any basic residential service rate increases. Such scripting will provide instructions advising the customer that if the customer is not satisfied with other Company offerings that are suitable for the customer, such as bundles or packages, and if

the customer informs the Company that the offerings do not meet the customer's needs or that he or she wants to disconnect his/her basic residential service, the CSR will inform the customer about measured service options (Utah OCS Agreement).

- Until an AFOR is approved, none of the CenturyLink ILECs or Qwest will seek to increase stand alone residential flat rate service. All existing terms and conditions for bundled service customers will continue to be honored. (Washington Settlement).
- The companies may petition the UTC to recover exogenous costs related to FCC or state Commission decision (Washington Settlement).

### **Operations Support Systems (“OSS”)/Integration/Wholesale:**

*Settlement Agreements approved by public utility commissions:*

- The Company will provide quarterly (or more frequent as necessary) reports to the Board (and copies to the OCA) detailing integration plans, including timelines, for major systems (including business office, call centers, maintenance systems, outside plant records systems, billing systems, and wholesale OSS) (Iowa Settlement Agreement).
- Adoption of a number of wholesale conditions (Montana Order).
- CenturyLink will provide quarterly report to Pennsylvania PUC, OCA, and OSBA regarding integration of billing systems and business and repair office operations, including speed of repair details (Pennsylvania Joint Settlement).

*Settlements pending public utility commission review:*

- Company will provide Commission, Staff and RUCO with integration plans every six months for three years (Arizona Settlement).
- Under the Arizona Settlement, there are numerous conditions relating to the integration of the Qwest OSS systems, the Qwest Change Management Process, billing systems, the Qwest Performance Assurance Plan, interconnection, wholesale, and commercial agreements, wholesale staffing, and wholesale rates (Arizona Settlement).
- The Company will not discontinue wholesale OSS for a minimum of 24 months and will give 6 months notice thereafter of any changes. (Minnesota Stipulation and Agreement, Utah Division Agreement).
- The Company will honor all existing interconnection agreements (Minnesota Stipulation and Agreement).
- The Company will not seek new tariff rates for new wholesale charges for order processing for thirty-six months after closing. (Minnesota Stipulation and Agreement).
- Between 2011 and 2013, CenturyLink will submit reports to the Board and to Rate Counsel, on at least a quarterly basis that describes scheduling and scoping of major systems conversions that could affect consumers (New Jersey Settlement).

- The Company will not discontinue the Performance Assurance Plan for thirty-six months after closing and Qwest will continue to provide performance metrics to Staff and CLECs. (Minnesota Stipulation and Agreement; Utah Division Agreement)
- The Company will maintain its current Change Management Process for thirty-six months. (Minnesota Stipulation and Agreement; Utah Division Agreement).
- Extensive set of wholesale service quality, rates, OSS conditions (Oregon Settlement).
- For four years, semi-annual integration status reports will be provided to Staff and Public Counsel. Also, detailed OSS integration plans must be submitted 180 days in advance of a move or integration of either Company’s retail OSS to Staff and Public Counsel (Washington Settlement).
- Prohibition against transition from Qwest wholesale OSS for period of two years and, after that, if CenturyLink plans to transition from or to its or Qwest’s wholesale OSS it must submit detailed transition plan to Staff, Public Counsel, and CLECs (Washington Settlement).
- Qwest post-transaction wholesale OSS performance must be maintained at levels as of transaction closing (Washington Settlement).
- Within five years of transaction, if CenturyLink plans rearrangement of major network components it must notify Staff and Public Counsel at least 90 days in advance and discuss the planned changes (Washington Settlement).
- CenturyLink to notify the Commission when OSS integration complete (Washington Settlement).

**Employment/Pensions:**

*Settlements pending public utility commission review:*

- If company conducts layoffs or facility closings in Arizona attributable to merger, it must submit a report at least 30 days prior to so doing explaining why such actions are necessary and how the company is making an effort to re-deploy the affected individuals (Arizona Settlement).
- For three years, CenturyLink will “continue to employ necessary and appropriate number of individuals in New Jersey to ensure the provisioning of safe, adequate and reliable service” and also for three years will submit to the Board and to Rate Counsel: reports that identify the quantity of CenturyLink and QCC personnel in New Jersey, changes thereto, and reasons for such changes; and the level of maintenance expenses associated with New Jersey operations (New Jersey Settlement).
- For three years, CenturyLink will provide Board Staff and Rate Counsel copies of its Annual SEC 10-K and 10-Q (as applicable) to provide information on its pension funding (New Jersey Settlement).

## **Lifeline:**

*Settlement Agreements approved by public utility commissions:*

- If the Company increases basic residential service rates during 2011, then at the time of the increase the Company agrees to provide an additional off-setting credit until the end of 2011 to Lifeline customers that would negate the amount of any such increase such that Lifeline customers would not experience a basic service rate increase (Utah OCS Agreement).

*Settlements pending public utility commission review:*

- For three years, CenturyLink will expand the income eligibility criteria for its Lifeline program from the current 100% of the federal poverty level to 135% of the federal poverty level, and will also provide quarterly reports to the Board Staff and Rate Counsel on the total number of Lifeline customers being served (New Jersey Settlement).
- Communications on Oregon Telephone Assistance Program management (Oregon Settlement).
- A collaborative will work to enhance customer awareness of and increase participation in Washington Telephone Assistance Program (“WTAP”). For three years, companies will maintain a program for treatment of upheld WTAP complaints, including three-month service credits. Companies will provide quarterly reports (Washington Settlement).

## **Reporting Requirements:**

*Settlements pending public utility commission review:*

- For two years, CenturyLink must submit a report to the ACC and to RUCO with details about integration, synergies (expressed on a total-company and Arizona-specific basis), organizational and staff changes, improvement in complaint level, new services, improvement in service quality measures and infrastructure, expanded broadband coverage, and any other impacts on Arizona operations and customers (Arizona Settlement).
- In addition to reports regarding maintenance expenses, personnel changes, Lifeline, and pensions (see earlier discussions), Applicants will provide financial and access line reports to BPU Staff and Rate Counsel (New Jersey Settlement).

## **Miscellaneous**

*Settlement Agreements approved by public utility commissions:*

- The Company commits to charitable contributions at a minimum level of \$125,000 per year for two years (Iowa Settlement Agreement).
- CenturyLink will work with PSC Staff and the MCC on customer notice of name change (Montana Stipulation).

- Commencing six months after the close of the merger, and then every six months thereafter until the end of the two-year reporting period, the Company shall file a report showing its broadband investment for the prior six months and its projected broadband investment for the next six months (Utah Division Agreement).
- Commencing six months after the close of the merger, and then every six months thereafter until the end of the two-year reporting period, the Company shall file a report showing its capital expenditures for the prior six months and its projected capital expenditures in for the next six months (Utah Division Agreement).
- Commencing six months after the close of the merger, and then every six months thereafter until the end of the two-year reporting period, the Company shall file a report showing the total headcount (Utah Division Agreement).
- Commencing six months after the close of the merger, and then every six months thereafter, the Company shall file a report showing Broadband availability, including the range of available Broadband speeds, for each Company wire center (Utah Division Agreement).
- The Company will provide the Commission on the first and second anniversary of the transaction close a report for the previous calendar year showing system-wide capital expenditures, which can be compared to the state-specific data provided (Utah Division Agreement).
- After the two-year period for providing the reports referenced in this section has ended, the Division may request that the Company meet with the Division to address questions regarding investment which may arise (Utah Division Agreement);

*Settlements pending public utility commission review:*

- Qwest will still be classified as a BOC and will comply with QPAP (Arizona Settlement).
- The Company agreed to maintenance of percentage levels of union-represented employees and to refrain from closing any call center that employs union represented employees through May 15, 2012. (Minnesota CWA Settlement Agreement).
- The Company and Communications Workers of America agree to work towards agreement on a National Employee Transfer Plan as well as various other health care and bargaining commitments. (Minnesota CWA Settlement Agreement).
- Maintaining current four separate ILEC structure (Oregon Settlement).
- No discontinuation of Commission-regulated Qwest services without Commission approval (Oregon Settlement).
- By June 30, 2012 the companies will have completed various rate center consolidations (Washington Settlement).
- CenturyLink will continue to honor 911 contracts of Qwest (Washington Settlement).