



RON L. TRULLINGER

June 26, 2013

Oregon Public Utility Commission
Filing Center
P.O. Box 2148
Salem, OR 97308-2148

Re: UM-1416 CenturyLink Report of Merger Integration Activities

CenturyLink provides the enclosed report in accordance with Condition 4t in the Commission's Order No. 09-169, in Docket UM 1416 approving the merger between CenturyTel, Inc. and Embarq Corporation. This report provides information related to significant integration activities, merger synergies and merger integration costs that occurred during the period April 1, 2012 through March 31, 2013.

As of December 2011, CenturyLink achieved its previously announced target of \$375 million in annual synergies on a run-rate basis associated with the CenturyTel/Embarq merger. Further, CenturyLink has completed all substantive integration activities associated with the CenturyTel/Embarq merger and will not incur any further integration costs associated with that transaction. As a result, there is no new information to report associated with the CenturyTel/Embarq merger.

This report is the fourth annual report of merger integration activities associated with the CenturyTel/Embarq merger. In accordance with the terms of the condition, this will be the final report filed pursuant to this condition.

CenturyLink requests that the report of merger synergies and costs (Attachment 1 to the Report) be treated as confidential under the protective order entered in

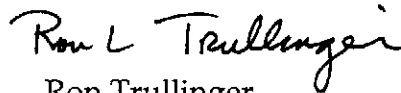
310 SW Park Ave., 11th Floor
Portland, OR 97205
Tel: 503.242.5089
Fax: 503.242.8589
ron.trullinger@centurylink.com

UM-1416
June 26, 2013
Page 2

the docket or in the alternative, under OAR 860-011-0080. Attachment 1 contains competitively sensitive information including trade secret information, that if disclosed would allow CenturyLink's competitors to gain a business advantage over it.

Please do not hesitate to contact me if you have any questions.

Sincerely,



Ron Trullinger

State Regulatory Affairs Director

Enclosure

310 SW Park Ave., 11th Floor
Portland, OR 97205
Tel: 503.242.5089
Fax: 503.242.8589
ron.trullinger@centurylink.com

CenturyLink Report of Merger Integration Activities
CenturyTel/Embarq Merger
Docket UM 1416 – Order No. 09-169, Appendix B, Condition 4t
July 2013

Introduction

In compliance with condition 4t in the Commission's Order No. 09-169 in Docket UM 1416 approving the merger between CenturyTel, Inc. and Embarq Corporation, CenturyLink hereby provides a report describing:

1. Substantive activities undertaken relating to integrating CenturyTel operations with Embarq, as well as achieving synergies made available as a result of this transaction.
2. Costs and projected savings of each such respective activity;
3. Organizational and staff force changes in Oregon operations; and,
4. Impacts on Oregon operations and customers.

This report is the fourth annual report of merger integration activities associated with the CenturyTel/Embarq merger. In accordance with the terms of the condition, this will be the final report filed pursuant to this condition.

Substantive Integration Activities

As of December 2011, CenturyLink achieved its previously announced target of \$375 million in annual synergies on a run-rate basis associated with the CenturyTel/Embarq merger. In addition, CenturyLink has completed all substantive integration activities associated with the CenturyTel/Embarq merger and will not incur any further integration costs associated with that transaction. As a result there is no new information to report regarding integration activities associated with the CenturyTel/Embarq merger.

Costs and Projected Savings of Integration Activities

Please see Attachment 1 for a schedule of synergies and integration costs realized by CenturyLink as a result of the integration activities associated with the CenturyTel/Embarq merger. The amounts reflect integration savings and costs realized during the period April 2012 through March 2013.

Amounts provided reflect the estimated impacts for CenturyLink at a total company level and for its Oregon operations. CenturyLink is also providing an estimate of the synergy savings for each key functional area. Synergies and integration costs are not separately tracked for each integration activity or project.

Organizational and Staff Force Changes in Oregon Operations

There were no significant organizational or staff force changes impacting Oregon operations associated with the CenturyTel/Embarq integration during this reporting period. Organizational and staff force changes associated with CenturyLink/Qwest merger which closed in April 2011 were reported in CenturyLink's May 30, 2013 integration report filed in compliance with the settlement conditions agreed to and approved by the Commission in docket UM 1484.

Impacts on Oregon Operations and Customers

Nothing to report.