

**Disclosure of Issue Price of Certain Debt Instruments**  
**In Connection with Exchanges Settling on November 6 and November 22, 2017**  
**Pursuant to Treas. Reg. §1.1273-2(f)(9)**

Windstream Services, LLC and Windstream Finance Corporation (the “**Issuer**”) is publishing this notice, pursuant to the requirements of Treas. Reg. §1.1273-2(f) (the “**Regulation**”), with respect to the following exchanges in November, 2017 through both early settlement and late settlement:

- i. its 7.50% senior notes due 2022 (the “**2022 Notes**”) for its new 6.375% senior notes due 2023 (the “**New 6.375% Notes Due 2023**”),
- ii. its 7.50% senior notes due 2023 (the “**2023 Notes**”) for its New 6.375% Notes Due 2023,
- iii. its 7.75% senior notes due 2021 (the “**2021 Notes**”) for New 6.375% Notes Due 2023,
- iv. its 2021 Notes for its new 8.625% senior secured notes due 2025 (the “**New Secured Notes Due 2025**”), and
- v. its 7.75% senior notes due 2020 (the “**2020 Notes**”) for its New Secured Notes Due 2025.

The Regulation, issued by the Department of the Treasury on September 12, 2012 and, effective for transactions occurring on or after November 13, 2012, requires the issuer of a debt instrument to disclose its fair market value issue price within 90 days of the issue date if the issuer determines that either the debt instrument itself or the property for which the debt instrument is being issued (including another debt instrument) is “traded on an established market” as provided by the Regulation.

Therefore, pursuant to the requirements of the Regulation, the Issuer hereby notifies the holders of the debt instruments described above as follows:

1. The Issuer has determined that its New 6.375% Notes Due 2023 are “traded on an established market” as provided by the Regulation and that their fair market value as of the issue date was 65.50 percent of par.
2. The Issuer has determined that its New Secured Notes Due 2025 are part of an issue a substantial amount of which was issued for money within the meaning of Treas. Reg. §1.1273-2(a) with an issue price of 99.00 percent of par.

As provided by the Regulation, this determination is binding upon all holders unless the holder explicitly discloses, in accordance with the requirements of the Regulation, that its determination is different from the Issuer’s determination on the holder’s timely filed Federal income tax return for the taxable year that includes its acquisition date of the New 6.375% Notes Due 2023 and New Secured Notes Due 2025.

This notice is intended to fulfill the Issuer's notification obligation under the Regulation and does not constitute tax advice. The Issuer advises each holder of the New 6.375% Notes Due 2023 and New Secured Notes Due 2025 to obtain professional tax advice to determine the implications of this notification with respect to the holder's income tax liabilities.