

Windstream Corporation has entered into various transactions that may cause results reported under Generally Accepted Accounting Principles in the United States ("GAAP") to be not necessarily indicative of future results.

Completed Acquisitions:

- On December 2, 2010, Windstream completed the acquisition of Q-Comm Corporation ("Q-Comm"). The Q-Comm acquisition provided the Company with increased scale and business revenues, as well as the opportunity for operating synergies with contiguous Windstream markets.
- On December 1, 2010, Windstream completed the acquisition of Hosted Solutions Acquisition, LLC ("Hosted Solutions"). The Hosted Solutions acquisition provided Windstream with five state-of-the-art data centers in Raleigh, N.C., Charlotte, N.C., and Boston, M.A. which serve more than 600 customers. Windstream now operates a total of 12 data centers across the country.
- On June 1, 2010, the Company completed the acquisition of Iowa Telecommunications Services, Inc. ("Iowa Telecom"). The Iowa Telecom acquisition added approximately 208,000 incumbent local exchange carrier access lines, 39,000 competitive local exchange carrier access lines, 96,000 high-speed Internet customers and 25,000 digital television customers in Iowa and Minnesota.
- On February 8, 2010, Windstream completed the acquisition of NuVox, Inc. ("NuVox"). The NuVox acquisition added approximately 104,000 data and integrated solution connections in complementary markets in 16 states.

As disclosed in the Windstream Form 8-K furnished on May 4, 2011, the Company has presented in its earnings release unaudited pro forma results, which includes results from NuVox, Iowa Telecom, Hosted Solutions and Q-Comm for periods prior to the acquisitions, and excludes all merger and integration costs resulting from the completed transactions discussed above. In addition to pro forma adjustments, the Company has presented certain measures of its operating performance, excluding the impact of restructuring charges, pension and stock-based compensation.

Windstream's purpose for including the results of the acquired businesses and for excluding non-recurring items, the results of the disposed operations, restructuring charges, pension and stock-based compensation is to improve the comparability of results of operations for all periods presented in order to focus on the true earnings capacity associated with providing telecommunication services. Additionally, management believes that presenting current business measures assists investors by providing more meaningful comparisons of results from current and prior periods, and by providing information that is a better reflection of the core earnings capacity of its current businesses. The Company uses pro forma results, including pro forma revenues and sales, pro forma OIBDA, pro forma adjusted OIBDA, pro forma capital expenditures and adjusted free cash flow as key measures of the operational performance of its business. Windstream management, including the chief operating decision-maker, consistently use these measures for internal reporting and the evaluation of business objectives, opportunities and performance.

Windstream claims the protection of the safe-harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. Forward-looking statements are subject to uncertainties that could cause actual future events and results to differ materially from those expressed in the forward-looking statements. These forward-looking statements are based on estimates, projections, beliefs and assumptions that Windstream believes are reasonable but are not guarantees of future events and results. Actual future events and results of Windstream may differ materially from those expressed in these forward-looking statements as a result of a number of important factors. Factors that could cause actual results to differ materially from those contemplated above include, among others: further adverse changes in economic conditions in the markets served by Windstream; the extent, timing and overall effects of competition in the communications business; continued voice line loss; the impact of new, emerging or competing technologies; the adoption of intercarrier compensation and/or universal service reforms by the Federal Communications Commission or Congress that results in a significant loss of revenue to Windstream; the risks associated with the integration of acquired businesses or the ability to realize anticipated synergies, cost savings and growth opportunities; for Windstream's competitive local exchange carrier operations, adverse effects on the availability, quality of service and price of facilities and services provided by other incumbent local exchange carriers on which Windstream's competitive local exchange carrier services depend; the availability and cost of financing in the corporate debt markets; the potential for adverse changes in the ratings given to Windstream's debt securities by nationally accredited ratings organizations; the effects of federal and state legislation, rules and regulations governing the communications industry; material changes in the communications industry generally that could adversely affect vendor relationships with equipment and network suppliers and customer relationships with wholesale customers; unfavorable results of litigation; unfavorable rulings by state public service commissions in proceedings regarding universal service funds, inter-carrier compensation or other matters that could reduce revenues or increase expenses; the effects of work stoppages; the impact of equipment failure, natural disasters or terrorist acts; earnings on pension plan investments significantly below our expected long term rate of return for plan assets; changes in federal, state and local tax laws and rates; and those additional factors under the caption "Risk Factors" in Windstream's Form 10-K for the year ended December 31, 2010. In addition to these factors, actual future performance, outcomes and results may differ materially because of more general factors including, among others, general industry and market conditions and growth rates, economic conditions, and governmental and public policy changes. Windstream undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. The foregoing review of factors that could cause Windstream's actual results to differ materially from those contemplated in the forward-looking statements should be considered in connection with information regarding risks and uncertainties that may affect Windstream's future results included in Windstream's filings with the Securities and Exchange Commission at www.sec.gov.

WINDSTREAM CORPORATION
UNAUDITED PRO FORMA CONSOLIDATED RESULTS (NON-GAAP) (A)
QUARTERLY SUPPLEMENTAL INFORMATION
for the quarterly periods in the years 2011 and 2010
(In millions)

FINANCIAL RESULTS:	2011	2010				
	1st Qtr.	Total	4th Qtr.	3rd Qtr.	2nd Qtr.	1st Qtr.
Service revenues:						
Business	\$ 492.2	\$ 1,945.0	\$ 492.2	\$ 487.7	\$ 484.0	\$ 481.1
Consumer	351.2	1,440.0	355.3	360.0	360.6	364.1
Wholesale	153.2	660.9	159.1	163.5	164.7	173.6
Total service revenues	996.6	4,045.9	1,006.6	1,011.2	1,009.3	1,018.8
Product sales	26.5	93.0	23.6	26.8	19.8	22.8
Total revenues and sales	\$ 1,023.1	\$ 4,138.9	\$ 1,030.2	\$ 1,038.0	\$ 1,029.1	\$ 1,041.6
Costs and expenses:						
Cost of services	\$ 367.5	\$ 1,505.6	\$ 374.3	\$ 381.2	\$ 374.4	\$ 375.7
Cost of products sold	20.1	78.9	18.0	22.7	18.8	19.4
Selling, general, administrative and other	138.7	571.5	135.1	140.2	146.5	149.7
Restructuring charges	0.1	7.7	7.0	0.2	0.5	-
Total costs and expenses excluding depreciation and amortization	526.4	2,163.7	534.4	544.3	540.2	544.8
OIBDA (B)	496.7	1,975.2	495.8	493.7	488.9	496.8
Depreciation and amortization	205.4	839.4	207.5	206.3	209.9	215.7
Operating income	\$ 291.3	\$ 1,135.8	\$ 288.3	\$ 287.4	\$ 279.0	\$ 281.1
Operating Income Margin (C)	28.5%	27.4%	28.0%	27.7%	27.1%	27.0%
OIBDA margin (D)	48.5%	47.7%	48.1%	47.6%	47.5%	47.7%
SUPPLEMENTAL INFORMATION:						
OIBDA	\$ 496.7	\$ 1,975.2	\$ 495.8	\$ 493.7	\$ 488.9	\$ 496.8
Pension expense	10.3	62.3	15.6	15.5	15.4	15.8
Restructuring charges	0.1	7.7	7.0	0.2	0.5	-
Stock-based compensation	5.3	18.9	4.6	4.7	4.8	4.8
Adjusted OIBDA (E)	\$ 512.4	\$ 2,064.1	\$ 523.0	\$ 514.1	\$ 509.6	\$ 517.4
Adjusted OIBDA margin (F)	50.1%	49.9%	50.8%	49.5%	49.5%	49.7%
Revenues by type:						
Voice and long distance	\$ 356.0	\$ 1,505.0	\$ 363.3	\$ 372.8	\$ 381.2	\$ 387.7
Data and integrated solutions	321.6	1,235.1	319.0	311.2	305.1	299.8
Special access	131.1	503.6	129.6	126.7	123.9	123.4
Switched access and USF	144.7	617.0	149.2	152.8	153.4	161.6
Miscellaneous	43.2	185.2	45.5	47.7	45.7	46.3
Product sales	26.5	93.0	23.6	26.8	19.8	22.8
Total revenues and sales	\$ 1,023.1	\$ 4,138.9	\$ 1,030.2	\$ 1,038.0	\$ 1,029.1	\$ 1,041.6
Revenues from business and broadband:						
Consumer broadband	\$ 116.2	\$ 432.6	\$ 111.9	\$ 110.2	\$ 105.5	\$ 105.0
Business service revenue	492.2	1,945.0	492.2	487.7	484.0	481.1
Business product sales	9.5	40.9	10.8	12.0	7.8	10.3
Business and broadband revenues	\$ 617.9	\$ 2,418.5	\$ 614.9	\$ 609.9	\$ 597.3	\$ 596.4
Business and broadband as a percent of total revenues	60.4%	58.4%	59.7%	58.8%	58.0%	57.3%
Capital expenditures	\$ 159.6	\$ 490.0	\$ 159.1	\$ 127.2	\$ 122.5	\$ 81.2

(A) Pro forma results adjusts results of operations under GAAP to include the acquisitions of NuVox, Inc. ("NuVox"), Iowa Telecommunications Services, Inc. ("Iowa Telecom"), Hosted Solutions Acquisition, LLC ("Hosted Solutions") and Q-Comm Corporation ("Q-Comm"), and to exclude all merger and integration costs related to strategic transactions. Q-Comm results of operations only include those entities acquired from Q-Comm.

(B) OIBDA is operating income before depreciation and amortization.

(C) Operating income margin is calculated by dividing operating income by total revenues and sales.

(D) OIBDA margin is calculated by dividing OIBDA by total revenues and sales.

(E) Adjusted OIBDA adjusts OIBDA for the impact of restructuring charges, pension expense and stock-based compensation.

(F) Adjusted OIBDA margin is calculated by dividing adjusted OIBDA by total revenues and sales.

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(In thousands)

		2011		2010			
		1st Qtr.	Total	4th Qtr.	3rd Qtr.	2nd Qtr.	1st Qtr.
ACCESS LINES:							
Total access lines	sum of (1)	3,291.1	3,313.8	3,313.8	3,353.1	3,384.3	3,414.7
<i>YOY change in total access lines</i>		-3.6%	-3.7%	-3.7%	-3.5%	-3.5%	-3.8%
Net total access line losses		(22.7)	(125.8)	(39.3)	(31.2)	(30.4)	(24.9)
KEY OPERATING METRICS:							
Voice lines	(1) (2)	3,020.6	3,045.8	3,045.8	3,087.0	3,120.1	3,154.8
<i>YOY change in voice lines</i>		-4.3%	-4.3%	-4.3%	-4.1%	-4.0%	-4.3%
Net voice line losses		(25.2)	(136.1)	(41.2)	(33.1)	(34.7)	(27.1)
High-speed Internet		1,331.7	1,302.9	1,302.9	1,290.7	1,275.1	1,260.3
Advanced data and integrated solutions	(1)	170.1	170.1	170.1	169.4	168.9	165.9
Total data and integrated solutions	(2)	1,501.8	1,473.0	1,473.0	1,460.1	1,444.0	1,426.2
<i>YOY change in high-speed Internet</i>		5.7%	6.5%	6.5%	7.9%	9.2%	9.4%
<i>YOY change in advanced data and integrated solutions</i>		2.5%	3.5%	3.5%	3.9%	4.2%	2.1%
Net high-speed Internet additions		28.8	79.0	12.2	15.6	14.8	36.4
Net advanced data and integrated solution additions (losses)		-	5.8	0.7	0.5	3.0	1.6
Special access circuits	(1) (2)	100.4	97.9	97.9	96.7	95.3	94.0
<i>YOY change in special access circuits</i>		6.8%	4.8%	4.8%	4.0%	2.7%	1.7%
Net special access circuit additions		2.5	4.5	1.2	1.4	1.3	0.6
Digital television customers	(2)	440.4	433.5	433.5	433.3	422.9	414.8
Total connections (B)	sum of (2)	5,063.2	5,050.2	5,050.2	5,077.1	5,082.3	5,089.8
OPERATING METRICS BY CUSTOMER TYPE:							
Consumer:							
Voice lines		2,022.8	2,038.8	2,038.8	2,070.0	2,094.2	2,118.6
High-speed Internet		1,196.0	1,168.5	1,168.5	1,157.3	1,143.2	1,129.9
Digital television customers		440.4	433.5	433.5	433.3	422.9	414.8
Total consumer connections		3,659.2	3,640.8	3,640.8	3,660.6	3,660.3	3,663.3
<i>YOY change in consumer connections</i>		-0.1%	0.2%	0.2%	1.2%	1.8%	1.6%
Business:							
Voice lines		968.2	976.2	976.2	985.8	993.9	1,003.0
High-speed Internet		135.7	134.4	134.4	133.4	131.9	130.4
Advanced data and integrated solutions		170.1	170.1	170.1	169.4	168.9	165.9
Special access circuits		100.4	97.9	97.9	96.7	95.3	94.0
Total business connections		1,374.4	1,378.6	1,378.6	1,385.3	1,390.0	1,393.3
<i>YOY change in business connections</i>		-1.4%	-1.6%	-1.6%	-2.0%	-2.3%	-2.7%
Wholesale voice lines		29.6	30.8	30.8	31.2	32.0	33.2
<i>YOY change in wholesale connections</i>		-10.8%	-7.2%	-7.2%	-6.3%	-4.8%	0.6%

(A) Pro forma results adjusts results of operations under GAAP to include the acquisitions of NuVox, Inc. ("NuVox"), Iowa Telecommunications Services, Inc. ("Iowa Telecom"), Hosted Solutions Acquisition, LLC ("Hosted Solutions") and Q-Comm Corporation ("Q-Comm"). Q-Comm results of operations only include those entities acquired from Q-Comm.

(B) Total connections include voice lines, special access circuits, total data and integrated solutions and digital television customers.

WINDSTREAM CORPORATION
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 QUARTERLY SUPPLEMENTAL INFORMATION
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 (In millions)

	2011	2010			
	1st Qtr.	4th Qtr.	3rd Qtr.	2nd Qtr.	1st Qtr.
ADJUSTED FREE CASH FLOW (A):					
Operating income	\$ 282.4	\$ 259.1	\$ 270.2	\$ 254.2	\$ 246.8
Depreciation and amortization	205.4	190.6	179.9	167.7	155.4
As reported OIBDA	487.8	449.7	450.1	421.9	402.2
Merger and integration expense	8.9	25.8	11.5	16.8	23.2
Pension expense	10.3	15.4	15.5	15.3	15.7
Restructuring expense	0.1	7.0	0.2	0.5	-
Stock-based compensation	5.3	5.0	4.5	4.0	3.5
As reported adjusted OIBDA	512.4	502.9	481.8	458.5	444.6
Adjustments:					
Pension contribution	-	-	(41.0)	-	-
Capital expenditures	(159.6)	(142.5)	(113.3)	(98.9)	(60.5)
Cash paid for interest expense	(200.6)	(72.7)	(171.0)	(81.0)	(168.6)
Cash refunded (paid) for taxes	16.8	1.0	(34.0)	(80.5)	(7.1)
Adjusted free cash flow	\$ 169.0	\$ 288.7	\$ 122.5	\$ 198.1	\$ 208.4
Dividends paid	\$ 125.9	\$ 120.8	\$ 120.6	\$ 114.0	\$ 109.2
Weighted average common shares	502.7				
Common stock outstanding	510.0				
DEBT LEVERAGE RATIO:					
		As of			
		March 31, 2011			
Long-term debt, including current maturities	\$ 7,423.0				
Cash and cash equivalents	35.8				
Net debt	\$ 7,387.2				
		Twelve			
		Months Ended			
		March 31, 2011			
Pro forma adjusted OIBDA	\$ 2,059.1				
Pro forma leverage ratio	3.60				
Pro forma net leverage ratio	3.59				

(A) The adjusted free cash flow reflects the combined operations of Windstream with NuVox, Inc. ("NuVox"), Iowa Telecommunications Services, Inc. ("Iowa Telecom"), Hosted Solutions Acquisition, LLC ("Hosted Solutions") and Q-Comm Corporation ("Q-Comm") for the periods following their respective acquisition dates, as reported under GAAP.

WINDSTREAM CORPORATION
 UNAUDITED PRO FORMA CONSOLIDATED RESULTS (NON-GAAP) (A)
 QUARTERLY SUPPLEMENTAL INFORMATION
 for the quarterly periods in the years 2011 and 2010
 (In millions)

	2011		2010			
	1st Qtr.	Total	4th Qtr.	3rd Qtr.	2nd Qtr.	1st Qtr.
Reconciliation of Revenues under GAAP to Pro forma Revenues:						
Revenues and sales under GAAP	\$ 1,023.1	\$ 3,712.0	\$ 981.0	\$ 965.8	\$ 917.3	\$ 847.9
Pro forma adjustments:						
NuVox revenues and sales prior to acquisition	-	57.3	-	-	-	57.3
Iowa Telecom revenues and sales prior to acquisition	-	109.2	-	-	42.3	66.9
Hosted Solutions revenues and sales prior to acquisition	-	48.3	9.1	13.4	12.9	12.9
Q-Comm revenues and sales prior to acquisition	-	213.7	40.5	59.2	57.0	57.0
Elimination of Windstream revenues from Q-Comm prior to acquisition	-	(1.6)	(0.4)	(0.4)	(0.4)	(0.4)
Pro forma revenues and sales	\$ 1,023.1	\$ 4,138.9	\$ 1,030.2	\$ 1,038.0	\$ 1,029.1	\$ 1,041.6
Reconciliation of Operating Income under GAAP to Pro forma adjusted OIBDA						
Operating income from continuing operations under GAAP	\$ 282.4	\$ 1,030.3	\$ 259.1	\$ 270.2	\$ 254.2	\$ 246.8
Pro forma adjustments:						
NuVox pre-acquisition operating income, excluding M&I costs	-	4.1	-	-	-	4.1
NuVox intangible asset amortization adjustment	-	(1.5)	-	-	-	(1.5)
Iowa Telecom pre-acquisition operating income, excluding M&I costs	-	23.9	-	-	9.8	14.1
Iowa Telecom intangible asset amortization adjustment	-	(11.2)	-	-	(4.7)	(6.5)
Hosted Solutions pre-acquisition operating income, excluding M&I costs	-	10.9	2.2	3.1	2.9	2.7
Hosted Solutions intangible asset amortization adjustment	-	(9.0)	(1.3)	(2.5)	(2.6)	(2.6)
Q-Comm pre-acquisition operating income, excluding M&I costs	-	50.1	8.8	15.7	13.6	12.0
Q-Comm intangible asset amortization adjustment	-	(39.1)	(6.3)	(10.6)	(11.0)	(11.2)
M&I costs	8.9	77.3	25.8	11.5	16.8	23.2
Pro forma operating income	291.3	1,135.8	288.3	287.4	279.0	281.1
Depreciation and amortization expense	205.4	693.6	190.6	179.9	167.7	155.4
NuVox pre-acquisition depreciation and amortization expense	-	9.5	-	-	-	9.5
Iowa Telecom pre-acquisition depreciation and amortization expense	-	39.1	-	-	15.5	23.6
Hosted Solutions pre-acquisition depreciation and amortization expense	-	21.1	3.4	5.7	5.9	6.1
Q-Comm pre-acquisition depreciation and amortization expense	-	76.1	13.5	20.7	20.8	21.1
Pro forma OIBDA (B)	496.7	1,975.2	495.8	493.7	488.9	496.8
Other adjustments:						
Pension expense	10.3	61.9	15.4	15.5	15.3	15.7
Pension expense of Iowa Telecom prior to acquisition	-	0.2	-	-	0.1	0.1
Restructuring charges	0.1	7.7	7.0	0.2	0.5	-
Stock-based compensation	5.3	17.0	5.0	4.5	4.0	3.5
NuVox stock-based compensation prior to acquisition	-	0.1	-	-	-	0.1
Iowa Telecom stock-based compensation prior to acquisition	-	1.8	-	-	0.7	1.1
Hosted Solutions stock-based compensation prior to acquisition	-	0.2	(0.2)	0.2	0.1	0.1
Pro forma adjusted OIBDA (C)	\$ 512.4	\$ 2,064.1	\$ 523.0	\$ 514.1	\$ 509.6	\$ 517.4

(A) Pro forma results adjusts results of operations under GAAP to include the acquisitions of NuVox, Inc. ("NuVox"), Iowa Telecommunications Services, Inc. ("Iowa Telecom"), Hosted Solutions Acquisition, LLC ("Hosted Solutions") and Q-Comm Corporation ("Q-Comm"), and to exclude all merger and integration costs related to strategic transactions. Q-Comm results of operations only include those entities acquired from Q-Comm.

(B) OIBDA is operating income before depreciation and amortization.

(C) Pro forma adjusted OIBDA adjusts pro forma OIBDA for the impact of restructuring charges, pension expense and stock-based compensation.

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	2011		2010			
	1st Qtr.	Total	4th Qtr.	3rd Qtr.	2nd Qtr.	1st Qtr.
Reconciliation of Capital Expenditures under GAAP to Pro forma Capital Expenditures:						
Capital expenditures under GAAP	\$ 159.6	\$ 415.2	\$ 142.5	\$ 113.3	\$ 98.9	\$ 60.5
Pro forma adjustments:						
NuVox capital expenditures prior to acquisition	-	3.8	-	-	-	3.8
Iowa Telecom capital expenditures prior to acquisition	-	8.4	-	-	5.4	3.0
Hosted Solutions capital expenditures prior to acquisition	-	9.4	5.1	0.8	2.6	0.9
Q-Comm capital expenditures prior to acquisition	-	53.2	11.5	13.1	15.6	13.0
Pro forma capital expenditures	\$ 159.6	\$ 490.0	\$ 159.1	\$ 127.2	\$ 122.5	\$ 81.2

(A) Pro forma results adjusts results of operations under GAAP to include the acquisitions of NuVox, Inc. ("NuVox"), Iowa Telecommunications Services, Inc. ("Iowa Telecom"), Hosted Solutions Acquisition, LLC ("Hosted Solutions") and Q-Comm Corporation ("Q-Comm"), and to exclude all merger and integration costs related to strategic transactions. Q-Comm results of operations only include those entities acquired from Q-Comm.