

CenturyLink Political Contributions Report

January 1, 2016 – June 30, 2016



CenturyLink™

Participation in the Political Process

As one of the nation's leading communications companies, CenturyLink can play a key role advocating for policies and practices that benefit our customers and the general public. The communications industry is highly regulated at both the federal and state level, and elected and appointed officials make decisions that directly affect our ability to provide quality communications services at affordable prices. Our active participation in the political process is essential to ensure that we have a voice in those decisions. At CenturyLink, we are committed to advocating public policy solutions that best serve our customers, our shareholders, our employees, and the communities we serve. CenturyLink believes that participation in the political process is critical to our core business because legislative and regulatory decisions made at all levels of government – federal, state and local – have a direct impact on our ability to serve our customers and compete in the marketplace. Advocacy is an important means of maintaining a viable operating environment and enhancing shareholder value, and we believe it better serves our business interests by creating a more informed policymaking process.

CenturyLink participates in the political process in several ways including executing a public affairs strategy designed to inform elected and appointed officials of key public policy issues related to the company's business; political giving through employee-funded federal and state political action committees; corporate political giving where legally allowed; and membership in industry and business trade associations which help to advance our overall business objectives.

CenturyLink also values transparency in this process and appreciates the need for disclosure of our political activity in order to promote ethical corporate governance and participation in political processes and confidence in the democratic process. The company's corporate political contributions and those of its political action committees are disclosed in accordance with applicable federal and state campaign finance laws, and this Political Contributions Report contains additional information which is not otherwise required to be disclosed.

We also file quarterly reports regarding our U.S. federal lobbying activities, as well as mid-year and year-end reports regarding our U.S. federal political contributions, with the Office of the Clerk of the U.S. House of Representatives and the Secretary of the U.S. Senate. These reports are available by searching for "CenturyLink" as a "Registrant" on the U.S. Senate's website below: http://www.senate.gov/legislative/Public_Disclosure/LDA_reports.htm.

Core Principles for Participation

CenturyLink's participation in the political process is guided by a set of core principles that govern our corporate policies on lobbying, political spending and general engagement in the process.

- CenturyLink works with members of government, others in our industry, the broader business community, our customers and the general public to advocate public policies that support our customers' interests and our business goals. The company's public policy positions and agenda are guided each year by our company's Vision and Unifying Principles.
- In general, CenturyLink is supportive of public policies that promote our business operations generally; promote competition, choice and free markets in the delivery of communications services; and are in the best long-term interest for our customers, shareholders and CenturyLink.

- Political spending by CenturyLink, both with corporate dollars and through our political action committees, will reflect the company’s interests and be used to further our public policy positions and agenda and not the personal agenda of individual directors, officers or employees.
- CenturyLink will not make political contributions based upon party affiliation or client pressure. No campaign contribution will be given in anticipation of, in recognition of, or in return for an official act. Similarly, CenturyLink prohibits political contributions for the purpose of influencing or attempting to influence the award of business to the company.
- CenturyLink adheres to all federal, state and local laws and regulations governing the political process and has established internal policies and procedures to ensure compliance with these requirements.

Political Action Committee Contributions

CenturyLink has established voluntary, nonpartisan employee-funded political action committees (“PACs”) that are legally recognized organizations that accept employee contributions and make expenditures to support candidates for elected office. These employee PACs allow eligible employees, as defined by federal and state law, to pool their resources to support candidates for office who generally support the public policies our employees advocate. Eligible employees are encouraged to make contributions to a CenturyLink-sponsored PAC and to participate; however, CenturyLink neither requires participation nor attempts to influence employee contributions or political activities.

The CenturyLink, Inc. Employees’ Political Action Committee (“CenturyLink PAC”) is a federal political action committee, established to encourage employee participation in the political process, and to make contributions to qualified candidates for public office. The CenturyLink PAC provides company employees with a convenient and meaningful way to participate in the electoral process, learn more about key issues, as well as collectively support public policy positions that are important to CenturyLink.

The CenturyLink PAC’s disbursement of funds is made in accordance with a budget, and the same contribution criteria identified in the “Core Principles for Participation” section above are considered in determining CenturyLink PAC disbursements. Throughout the year, members of the company’s Public Policy organization and associate PAC members offer recommendations for CenturyLink PAC disbursements. CenturyLink PAC contributions are approved by the CenturyLink PAC’s Board of Trustees, which is comprised of management employees from various CenturyLink business units and management levels within the company. A listing of the Board of Trustees and officers of the CenturyLink PAC follows this discussion.

The CenturyLink PAC operates pursuant to all relevant state and federal laws, and complies with all public disclosure requirements. Information about the CenturyLink PAC’s contributions may be found on the Federal Election Commission’s website, www.fec.gov.

CenturyLink also operates 10 separate state employee PACs, which are funded by a combination of employee contributions, transfers from the CenturyLink PAC, and corporate political contributions. These state PACs are governed in a manner similar to that of the CenturyLink PAC, each having a board of trustees or similar governing body.

Corporate Political Contributions

While federal law prohibits CenturyLink from making corporate contributions to federal candidates, CenturyLink makes direct contributions to support state candidates, political parties, political action committees, and ballot measures in those states where such corporate contributions are allowed by law and may make in-kind contributions, such as hosting a reception and paying expenses associated with the event. In addition to the considerations listed in the “Core Principles for Participation” section above, certain criteria are considered in making corporate political contributions, including, but not limited to, the following:

- Candidate’s voting record or announced positions on issues important to CenturyLink and our customers
- Candidate’s demonstrated leadership on key committees of importance to our business
- Impact of contribution on the campaign
- Impact of contribution in a state or district where CenturyLink has a large concentration of employees, customers, and/or facilities

Each year, the company’s Board of Directors reviews and approves a maximum limit on the aggregate amount of corporate political contributions that may be made, and authorizes only political contributions that are permitted by, and in strict compliance with, applicable law. Throughout the year, members of the company’s Public Policy organization make recommendations for corporate contributions. The Senior Vice President, Public Policy and Government Relations must approve each corporate contribution. Advance approval must be obtained for cash contributions to individuals or organizations able to receive corporate contributions, use of corporate facilities, discounts, or other items having monetary value. CenturyLink does not make corporate political contributions to candidates for federal office.

Trade Association Memberships and Related Engagements

Like most major corporations, CenturyLink is a member of a number of national and state industry and business trade associations (organized under section 501(c)(6) of the Internal Revenue Code) to help advance our public policy agenda and related business goals. CenturyLink believes that membership in these associations is generally consistent with the company’s interests and plays a valuable role in bringing a collective voice to the political process. CenturyLink also understands that not all members of an association will come to agreement on every issue. Even when CenturyLink does not share the view of one of these associations, we still believe that membership is worthwhile because these associations encourage dialogue and help to move the industry to a consensus on important policy issues. However, CenturyLink does take these situations into consideration when determining annual membership. Payments to industry and business trade associations are subject to the same criteria listed in the “Core Principles for Participation” section above.

CenturyLink has a rigorous approval process for contributions to industry and business trade associations and similar organizations (for example, 527 groups, 501(c)(4) groups, and other similar tax-exempt organizations whose primary purpose includes political activities). Each proposed contribution must be approved by the Senior Vice President, Public Policy and Government Relations.

Lobbying Activities

CenturyLink engages in lobbying activities to advocate our position on public policy issues with elected officials and others in federal and state government. These are issues that affect our company, our employees and, most importantly, our customers. The company's Senior Vice President, Public Policy and Government Relations has oversight of all lobbying activities and expenditures. Other members of the company's Public Policy organization involved with lobbying include the Vice Presidents, Regional Regulatory and Legislative Affairs and their respective direct reports.

CenturyLink complies with all disclosure requirements as prescribed by state and federal law. CenturyLink employees who are registered as lobbyists on behalf of the Company must also comply with company procedures for tracking and reporting activities and related expenses involving dealings with public officials and employees. CenturyLink lobbyists also are required to behave in a manner that meets or exceeds generally accepted standards of conduct of the profession. In their dealings with public officials and employees, all CenturyLink employees are required to comply with applicable federal and state laws, as well as the Company's policies on political activities, lobbying, and the exchange of business courtesies such as gifts, meals and entertainment.

Management and Oversight

CenturyLink values responsible corporate governance and participates in the political process in an effort to formulate policies that benefit our customers, shareholders and the communities we serve. In making political contributions, CenturyLink is committed to complying with laws and regulations governing the political process including campaign finance and disclosure rules.

CenturyLink encourages its employees' voluntary, personal participation in the political process, whether by voting, volunteering time, contributing money to the candidates of their choice or holding public office. When participating in the political process, however, CenturyLink employees must comply with the company's ethics and compliance requirements identified in the company's "Code of Conduct" and related corporate policies. The Code of Conduct, which is available on our website, sets forth the guidelines for appropriate employee conduct relating to political activity and contributions, as well as interaction with government officials and agencies. Employees are advised that personal political activities must never occur on company time and no company resources can be used. Additionally, CenturyLink does not reimburse employees, directly or indirectly, for political donations or expenses. Furthermore, CenturyLink adheres to a strict policy that no employee will be subject to any form of pressure, coercion or intimidation related to participation in political activities, nor shall any employee receive compensation or benefits for participating in personal political activities.

Management of CenturyLink's participation in the political process is the responsibility of the Senior Vice President, Public Policy and Government Relations. This position reports directly to CenturyLink's Executive Vice President, Chief Administrative Officer and General Counsel.

Public policy updates are provided regularly to CenturyLink's Board of Directors and/or its designated board committees, including periodic reviews of the company's political strategy, contributions and activities. The risks associated with political and lobbying activities are managed in accordance with the company's enterprise risk management framework. In that regard, the Board of Directors and/or its designated board committees oversee compliance with the Company's policies and procedures regarding political contributions and activities.

In addition, the company's Internal Audit personnel and Corporate Ethics and Compliance Department assess the risk related to political activities, including spending, in connection with the company's annual risk assessment process.

CenturyLink, Inc. Employees' Political Action Committee

Ex Officio Trustees of the Board

William E. Cheek – Chairman

President, Wholesale Markets

John F. Jones – Vice Chair

Senior Vice President, Public Policy and Government Relations

David C. Bartlett – Board Member

Vice President, Federal Government Affairs

Stacey W. Goff – Board Member

Executive Vice President, Chief Administrative Officer, General Counsel & Secretary

Ex Officio Trustees of the Board – Vice Presidents, Regional Regulatory and Legislative Affairs

Lorenzo Cruz – Board Member, Midwest Region

Jeffrey (“Jeff”) L. Lindsey – Board Member, Southwest Region

William (“Bill”) C. Hanchey – Board Member, Eastern Region

Charles (“Dean”) D. Kurtz – Board Member, Southern Region

Mark S. Reynolds – Board Member, Northwest Region

Non-Voting Treasurer

Richard (“Brian”) B. Adkins – Non-Voting Treasurer

Director, Federal Legislative Affairs

At Large Trustees

Nancy L. Shelledy – At-Large Member

Vice President, Deputy General Counsel

Scott A. Trezise – At-Large Member

Executive Vice President, Human Resources

Duane Ring – At-Large Member

Senior Vice President, Global Field Operations

CenturyLink Federal PAC Contributions

The following table lists, on an aggregated state-by-state basis, the contributions made by the CenturyLink, Inc. Employees' Political Action Committee, including those made to federal and state candidates, national and state party committees, and leadership PACs and other committees.

CenturyLink Federal PAC Contributions by State	Total Contributions (January 1, 2016 – June 30, 2016)
Alabama	\$1,000
Arizona	3,500
California	2,000
Colorado	6,500
Delaware	2,500
Florida	5,000
Georgia	2,000
Idaho	2,000
Illinois	7,000
Indiana	1,000 ¹
Kansas	10,450 ²
Kentucky	1,000
Louisiana	17,500
Michigan	8,067
Missouri	7,500 ³
Nebraska	3,500
Nevada	6,500
New Jersey	2,350
New Mexico	2,500
New York	3,000
North Carolina	8,000
North Dakota	5,980
Ohio	27,900
Oregon	2,000
Pennsylvania	1,000
South Carolina	13,500
South Dakota	2,750
Tennessee	10,000
Texas	3,500
Vermont	1,000
Virginia	1,000

¹ In 2015 CenturyLink made certain Federal PAC Contributions in Indiana, Kansas and Missouri, but checks for some of these contributions were lost and never cashed. As a result, CenturyLink reissued checks for these contributions during the period from January 1, 2016 to June 30, 2016. These re-issued amounts are not reflected herein because such contributions were attributed to the 2015 year and disclosed in the 2015 Political Contributions Reports.

² See FN 1.

³ See FN 1.

Washington	2,500
Wisconsin	18,500
<u>Other</u>	
DCCC	15,000
Congressional Black Caucus PAC	5,000
DSCC	15,000
Hillary Victory Fund	2,700
NRCC	30,000
NRSC	15,000
OTELPAC	1,000
Republican Mainstreet Partnership PAC	5,000
Total	\$88,700
Total	\$281,197

CenturyLink State PAC Contributions

The following table lists, on an aggregated state-by-state basis, the contributions made by CenturyLink state PACs, including those made to candidate committees, state or local party committees or other groups, and political action committees.

CenturyLink State PAC Contributions by State	Total Contributions (January 1, 2016 – June 30, 2016)
Colorado	\$7,620
Florida	1,250 ⁴
Michigan	3,067
Minnesota	7,544
Nebraska	1,400
New Mexico	1,800
Oregon	8,500
Pennsylvania	9,300
Utah	13,000
Washington	48,250
Total	\$101,731

⁴ In 2015 CenturyLink made certain Florida State PAC Contributions, but the checks for some of these contributions were lost and never cashed. As a result, CenturyLink reissued checks for these contributions during the period from January 1, 2016 to June 30, 2016. These re-issued amounts are not reflected herein because such contributions were attributed to the 2015 year and disclosed in the 2015 Political Contributions Reports.

CenturyLink Corporate Contributions

The following table lists, on an aggregated state-by-state basis, the corporate contributions made by CenturyLink to (1) candidate committees (referred to as “Candidate Committees”); (2) party organizations, ballot measure groups or other groups (referred to collectively as “Party Organizations or Other Groups”); and (3) political action committees (referred to as “PACs”).

Corporate Contributions by State and Category	Total Contributions (January 1, 2016 – June 30, 2016)
Arizona – Party Organizations or Other Groups	\$28,500
Arkansas – PACs	10,000
Arkansas – Party Organizations or Other Groups	5,500
Colorado – Party Organizations or Other Groups	4,000
Florida – Party Organizations or Other Groups	65,000
Florida – Candidate Committees	250
Idaho – PACs	35,000
Kansas – Candidate Committees	3,750
Kansas – PACs	250
Louisiana – Candidate Committees	14,250
Louisiana – PACs	300
Louisiana – Party Organizations or Other Groups	9,500
Minnesota – Party Organizations or Other Groups	10,000
Missouri – Candidate Committees	21,000
Nebraska – Candidate Committees	3,500
Nebraska – PACs	2,500
Nebraska – Party Organizations or Other Groups	2,500
Nevada – Candidate Committees	9,500
Nevada – Party Organizations or Other Groups	7,000
Oregon – Candidate Committees	1,000
Oregon – PACs	1,000
Oregon – Party Organizations or Other Groups	3,500
South Carolina – Candidate Committees	15,250
Tennessee – PACs	6,000
Utah – PACs	25,000
Virginia – Candidate Committees	6,850
Virginia – Party Organizations or Other Groups	2,500
Total	\$293,400

Trade Association Memberships and Related Engagements

The following tables list (1) national and state business and trade associations to which CenturyLink has made annual payments (i.e., annual dues, assessments and/or contributions) from corporate funds in excess of \$50,000; and (2) any contributions, irrespective of amount, made by CenturyLink, from corporate funds, or by the company's federal and/or state employee PACs to 527 groups, 501(c)(4) groups, and other similar tax-exempt organizations whose primary purpose includes political activities.

Trade Associations	Total Payments (January 1, 2016 – June 30, 2016)
US Telecom	\$1,079,891
ITTA	220,000
Telecommunications Association of Michigan	87,000
Total	\$1,386,891

Note: A portion of the total payments made to each trade association may be allocated to non-deductible lobbying and political expenditures, as determined by such trade association and computed pursuant to I.R.C. § 162(e) and Treas. Reg. § 1.162.29.

Other Organizations	Total Contributions (January 1, 2016 – June 30, 2016)
Republican Party of Florida	\$30,000
Arizona Chamber of Commerce and Industry	25,000
Florida Republican Senatorial Campaign Committee	25,000
Florida Democratic Party	10,000
Republican State Leadership Committee	10,000
LA Republican Legislative Delegation Campaign Committee	6,000
Growing Arkansas PAC	5,000
Republican House Caucus	5,000
ASA PAC – State	5,000
Senate Majority Fund	4,000
LA Democratic House Campaign Committee	3,500
SC House Republican Caucus	3,500
South Carolina Senate Republican Caucus	3,500
NTA PAC	2,500
Harwell PAC	2,500
Commonwealth Victory Fund	2,500
Arizona Trial Association	2,000
Nevada Senate Democratic	2,000
Republican Majority Alliance	2,000
Oregon Telecommunications Association	2,000
RAAMPAC	2,000
Pima County Democrat Party	1,500

Assembly Democratic Caucus	1,500
Growth and Opportunity PAC	1,500
Portland Business Alliance	1,500
SC House Democratic Caucus	1,500
Nebraska Republican Party	1,250
Nebraska Democratic Party	1,250
Coalition for Conservative Leadership	1,000
Republican Chamber Political Action Committee	1,000
Build a Stronger PA PAC	1,000
HRCC	1,000
SC Senate Democratic Caucus	1,000
House Republican Campaign Committee	600
Engineering Arkansas	500
GreenPAC	500
Western Heritage PAC	400
Kansas Chamber PAC	250
EastPAC	100
WestPAC	100
SouthPAC	100
Total	\$170,550

† These amounts are included in, and are not in addition to, the amounts shown in the “CenturyLink Federal PAC Contributions,” “CenturyLink State PAC Contributions” and “CenturyLink Corporate Contributions” tables above, as applicable.