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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 22, 2019**

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**Louisiana**  
(State or other jurisdiction  
of incorporation)

**001-7784**  
(Commission  
File Number)

**72-0651161**  
(IRS Employer  
Identification No.)

**100 CenturyLink Drive  
Monroe, Louisiana**  
(Address of principal executive offices)

**71203**  
(Zip Code)

**Registrant's telephone number, including area code: (318) 388-9000**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Securities registered pursuant to Section 12(b) of the Act:**

Title of Each Class	Trading Symbol(s)	Name of Each Exchange on Which Registered
Common Stock, par value \$1.00 per share	CTL	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

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**Item. 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On May 22, 2019, CenturyLink, Inc. (the “Company”) held its 2019 annual meeting of shareholders (the “Annual Meeting”), at which the Company’s shareholders voted to, among other things, approve an amendment to the Company’s articles of incorporation, as amended (the “articles of incorporation”), to increase the number of the Company’s authorized shares of common stock from 1,600,000,000 to 2,200,000,000. Following approval by the shareholders, on May 22, 2019, the Company filed articles of amendment to the articles of incorporation with the Secretary of State of Louisiana reflecting such amendment.

The foregoing summary does not purport to be complete and is qualified in its entirety by the full text of the amendment to the Company’s articles of incorporation, which is filed as Exhibit 3.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

(a) At the Annual Meeting (referred to in Item 5.03 above), there were a total of 1,090,467,932 shares entitled to vote (consisting of 1,090,460,914 shares of common stock and 7,018 shares of Series L preferred stock, which vote together as a single class), of which 951,119,801 shares were present or represented by proxy.

(b) The Company’s independent inspector of election reported the vote of shareholders at the Annual Meeting as follows:

Proposal 1. Shareholders elected 13 directors to serve until the Company’s 2020 annual meeting of shareholders, based on the following vote:

<b>Nominee</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
Martha H. Bejar	670,356,541	22,595,977	2,589,514	255,577,769
Virginia Boulet	605,669,116	87,390,435	2,482,481	255,577,769
Peter C. Brown	639,139,343	53,494,902	2,907,787	255,577,769
Kevin P. Chilton	674,910,993	17,932,262	2,698,777	255,577,769
Steven T. Clontz	668,570,259	24,243,263	2,728,510	255,577,769
T. Michael Glenn	672,744,092	20,092,209	2,705,731	255,577,769
W. Bruce Hanks	626,019,696	66,813,737	2,708,599	255,577,769
Mary L. Landrieu	637,382,605	55,711,153	2,448,274	255,577,769
Harvey P. Perry	639,512,895	53,244,697	2,784,440	255,577,769
Glen F. Post, III	631,367,463	61,700,245	2,474,324	255,577,769
Michael J. Roberts	650,400,548	42,421,226	2,720,258	255,577,769
Laurie A. Siegel	632,323,016	60,616,199	2,602,817	255,577,769
Jeffrey K. Storey	677,539,885	15,569,740	2,432,407	255,577,769

Proposal 2. Shareholders ratified the appointment of KPMG LLP as the Company's independent auditor for 2019, based on the following vote:

For	853,045,813
Against	94,030,672
Abstain	4,043,316
Broker non-votes	N/A

Proposal 3. As described further in Item 5.03 above, shareholders approved an amendment to the Company's articles of incorporation to increase the number of shares of authorized stock, based on the following vote:

For	876,847,396
Against	68,331,158
Abstain	5,941,247
Broker non-votes	0*

Proposal 4. Shareholders ratified the Company's Amended and Restated Section 382 Rights Agreement (as filed with the Securities and Exchange Commission on May 10, 2019), based on the following vote:

For	622,869,563
Against	67,556,131
Abstain	5,116,338
Broker non-votes	255,577,769

Proposal 5. Shareholders did not approve, on an advisory basis, the overall compensation of the Company's named executive officers (the "say-on-pay" vote), based on the following vote:

For	269,338,005
Against	394,384,690
Abstain	31,819,337
Broker non-votes	255,577,769

Proposal 6. Shareholders rejected a shareholder proposal regarding lobbying activities, based on the following vote:

For	246,487,367
Against	434,595,197
Abstain	14,459,468
Broker non-votes	255,577,769

\* As reported by the Company's inspector of election.

#### Item 9.01. Financial Statements and Exhibits.

The following exhibit is filed with this Current Report on Form 8-K:

<u>Exhibit No.</u>	<u>Description</u>
3.1	<a href="#"><u>Articles of Amendment of Articles of Incorporation increasing the authorized shares of common stock, dated as of May 22, 2019.</u></a>

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, CenturyLink, Inc. has duly caused this Current Report to be signed on its behalf by the undersigned officer hereunto duly authorized.

**CENTURYLINK, INC.**

By: /s/ Stacey W. Goff  
Stacey W. Goff  
Executive Vice President, General Counsel and  
Secretary

Dated: May 22, 2019

ARTICLES OF AMENDMENT  
to the  
ARTICLES OF INCORPORATION  
of  
CENTURYLINK, INC.  
(Pursuant to Sections 1-1003 and 1006 of the  
Louisiana Business Corporation Act)

These Articles of Amendment (“ **Articles of Amendment** ”) to the Articles of Incorporation (“ **Articles of Incorporation** ”) of CENTURYLINK, INC., a Louisiana business corporation (the “ **Corporation** ”), have been prepared for filing with the Secretary of State of Louisiana pursuant to Sections 12:1-1003 and 1006 of the Louisiana Business Corporation Act (the “ **Act** ”), La. R.S. 12:1-101 *et seq.* , to set forth the following:

**FIRST** : At a duly-convened meeting called and held on March 1, 2019, the Board of Directors of the Corporation unanimously approved and adopted an amendment of the Articles of Incorporation to increase the number of authorized shares of common stock, and recommended the amendment for approval by the shareholders of the Corporation.

**SECOND** : On May 22, 2019, the shareholders of the Corporation, at a duly-convened annual meeting of shareholders at which there was present or duly represented a quorum of the holders of the Corporation’s total voting power, approved the amendment in the manner required by the Act and the Corporation’s Articles of Incorporation.

**THIRD** : ARTICLE III, Section A of the Corporation’s Articles of Incorporation is hereby amended to increase the number of authorized shares of common stock from 1,600,000,000 to 2,200,000,000. The text of such section, as so amended, shall read in its entirety as follows:

ARTICLE III  
Capital

A. Authorized Stock. The Corporation shall be authorized to issue an aggregate of 2,202,000,000 shares of capital stock, of which 2,200,000,000 shares shall be Common Stock, \$1.00 par value per share, and 2,000,000 shares shall be Preferred Stock, \$25.00 par value per share.

[Remainder of page intentionally left blank; signature page follows]

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IN WITNESS WHEREOF, CenturyLink, Inc. has caused these Articles of Amendment to the Articles of Incorporation of the Corporation to be duly executed by its Executive Vice President, General Counsel and Secretary this 22nd day of May, 2019.

CenturyLink, Inc.

By: /s/ Stacey W. Goff

Name: Stacey W. Goff

Title: Executive Vice President, General Counsel  
and Secretary