
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported):

February 9, 2022

LUMEN[®]

Lumen Technologies, Inc.

(Exact name of registrant as specified in its charter)

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)

(318) 388-9000
(Telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of any 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 | Name of Each Exchange on Which Registered |
|--|-----------------------|--|
| Common Stock, par value \$1.00 per share | LUMN | New York Stock Exchange |
| Preferred Stock Purchase Rights | N/A | 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 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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 financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 2.02. Results of Operations and Financial Condition.

On February 9, 2022, Lumen Technologies, Inc. (the “Company” or “we” or “us”) issued a press release announcing operating results for the fourth quarter of 2021. A copy of the Earnings Release is furnished herewith as Exhibit 99.1 and is incorporated into this report by reference. More complete information about our operating results will be included in our Annual Report on Form 10-K for the year ended December 31, 2021, which we expect to file in the near term with the U.S. Securities and Exchange Commission.

Forward-Looking Statements

Except for historical and factual information, the matters set forth in Exhibit 99.1 are forward-looking statements as defined by the federal securities laws, and are subject to the “safe harbor” protections thereunder. These forward-looking statements are not guarantees of future results and are based on current expectations only, and are subject to various uncertainties. Actual events and results may differ materially from those anticipated by us in those statements. Factors that could cause our actual results to differ materially from the expectations expressed in our forward-looking statements are described in Exhibit 99.1. We may change our intentions or plans discussed in our forward-looking statements without notice at any time and for any reason.

Item 9.01. Financial Statements and Exhibits.

(d) The following exhibits are furnished with this Current Report on Form 8-K:

| Exhibit No. | Description |
|--------------------|---|
| Exhibit 99.1 | Press release dated February 9, 2022, reporting fourth quarter of 2021 operating results. |
| Exhibit 104 | Cover page formatted as Inline XBRL and contained in Exhibit 101. |

SIGNATURES

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

LUMEN TECHNOLOGIES, INC.

Dated: February 9, 2022

By: /s/ Andrea Genschaw

Andrea Genschaw

Senior Vice President - Controller

Lumen Technologies reports fourth quarter 2021 results**Fourth Quarter 2021 Highlights**

- Reported Net Income of \$508 million for the fourth quarter 2021, compared to reported Net Loss of \$2.289 billion for the fourth quarter 2020, which included a non-cash impairment charge of \$2.642 billion
- Diluted EPS of \$0.50 for the fourth quarter 2021, compared to \$(2.12) per share for the fourth quarter 2020. Excluding Special Items, Diluted EPS of \$0.51 per share for the fourth quarter 2021, compared to \$0.42 per share for the fourth quarter 2020
- Generated Adjusted EBITDA of \$2.088 billion for the fourth quarter 2021, compared to \$2.188 billion for the fourth quarter 2020, excluding Special Items of \$19 million and \$105 million, respectively
- Reported Net Cash Provided by Operating Activities of \$1.607 billion for the fourth quarter 2021
- Generated Free Cash Flow of \$776 million for the fourth quarter 2021, compared to \$943 million for the fourth quarter 2020, excluding cash paid for Special Items of \$17 million and \$19 million, respectively

Full Year 2021 Highlights

- Reported Net Income of \$2.033 billion for the full year 2021, compared to reported Net Loss of \$1.232 billion for the full year 2020, which included a non-cash impairment charge of \$2.642 billion
- Diluted EPS of \$1.91 for the full year 2021, compared to \$(1.14) per share for the full year 2020. Excluding Special Items, Diluted EPS of \$1.91 per share for the full year 2021, compared to \$1.51 per share for the full year 2020
- Generated Adjusted EBITDA of \$8.440 billion for the full year 2021, compared to \$8.664 billion for the full year 2020, excluding Special Items of \$16 million and \$175 million, respectively
- Reported Net Cash Provided by Operating Activities of \$6.501 billion for the full year 2021
- Delivered Free Cash Flow of \$3.742 billion for the full year 2021, compared to \$2.979 billion for the full year 2020, excluding cash paid for Special Items of \$141 million and \$184 million, respectively
- Value-accretive divestitures of our LATAM business and a 20-state portion of our ILEC footprint are expected to generate approximately \$7 billion in net after-tax cash proceeds upon closing later this year
- Returned approximately \$2.1 billion to shareholders through quarterly dividends and stock repurchases
- Reduced Net Debt by approximately \$1.5 billion and exited 2021 maintaining leverage at 3.6x Net-Debt-to-Adjusted-EBITDA

DENVER, February 9, 2022 — Lumen Technologies, Inc. (NYSE: LUMN) reported results for the fourth quarter ended December 31, 2021.

"I am very proud of our team's achievements in 2021. We delivered strong free cash flow, executed a \$1 billion share repurchase program, and announced two large strategic asset sales," said Jeff Storey, president and CEO of Lumen. "We look forward to 2022 with excitement as we lay the foundation for our growth objectives with an improved asset mix and a robust Quantum Fiber deployment plan."

Total revenue was \$4.847 billion for the fourth quarter 2021, compared to \$5.125 billion for the fourth quarter 2020.

Financial Results

| Metric (\$ in millions, except per share data) | Fourth Quarter 2021 | Fourth Quarter 2020 | Full Year 2021 | Full Year 2020 |
|---|---------------------------|------------------------|-------------------|-------------------|
| International and Global Accounts | \$ 1,017 | 1,033 | 4,053 | 4,118 |
| Large Enterprise | 922 | 986 | 3,722 | 3,915 |
| Mid-Market Enterprise | 665 | 716 | 2,729 | 2,969 |
| Wholesale | 890 | 930 | 3,615 | 3,815 |
| Business Segment Revenue | 3,494 | 3,665 | 14,119 | 14,817 |
| Mass Markets Segment Revenue | 1,353 | 1,460 | 5,568 | 5,895 |
| Total Revenue | \$ 4,847 | 5,125 | 19,687 | 20,712 |
| Cost of Services and Products | 2,086 | 2,231 | 8,488 | 8,934 |
| Selling, General and Administrative Expenses | 723 | 866 | 2,895 | 3,464 |
| Stock-based Compensation Expenses | 31 | 55 | 120 | 175 |
| Adjusted EBITDA ⁽¹⁾ | 2,069 | 2,083 | 8,424 | 8,489 |
| Adjusted EBITDA, Excluding Special Items ⁽¹⁾⁽²⁾ | 2,088 | 2,188 | 8,440 | 8,664 |
| Adjusted EBITDA Margin ⁽¹⁾ | 42.7 % | 40.6 % | 42.8 % | 41.0 % |
| Adjusted EBITDA Margin, Excluding Special Items ⁽¹⁾⁽²⁾ | 43.1 % | 42.7 % | 42.9 % | 41.8 % |
| Net Cash Provided by Operating Activities | 1,607 | 1,682 | 6,501 | 6,524 |
| Capital Expenditures | 848 | 758 | 2,900 | 3,729 |
| Unlevered Cash Flow ⁽¹⁾ | 1,100 | 1,297 | 5,086 | 4,416 |
| Unlevered Cash Flow, Excluding Cash Special Items ⁽¹⁾⁽³⁾ | 1,117 | 1,316 | 5,227 | 4,600 |
| Free Cash Flow ⁽¹⁾ | 759 | 924 | 3,601 | 2,795 |
| Free Cash Flow, Excluding Cash Special Items ⁽¹⁾⁽³⁾ | 776 | 943 | 3,742 | 2,979 |
| Net Income ⁽⁴⁾ | 508 | (2,289) | 2,033 | (1,232) |
| Net Income, Excluding Special Items ⁽¹⁾⁽⁴⁾⁽⁵⁾ | 522 | 453 | 2,039 | 1,631 |
| Net Income per Common Share - Diluted | 0.50 | (2.12) | 1.91 | (1.14) |
| Net Income per Common Share - Diluted, Excluding Special Items ⁽¹⁾⁽⁴⁾⁽⁵⁾ | 0.51 | 0.42 | 1.91 | 1.51 |
| Weighted Average Shares Outstanding (in millions) - Diluted | 1,015.5 | 1,080.5 | 1,066.8 | 1,079.1 |

⁽¹⁾ See the attached schedules for definitions of non-GAAP metrics, reconciliations to GAAP figures and further explanations of the adjustments referred to in notes 2, 3 and 5.

⁽²⁾ Excludes Special Items in the amounts of (i) \$19 million for the fourth quarter of 2021, (ii) \$105 million for the fourth quarter of 2020, (iii) \$16 million for the full year 2021 and (iv) \$175 million for the full year 2020.

⁽³⁾ Excludes cash paid for Special Items of (i) \$17 million for the fourth quarter of 2021, (ii) \$19 million for the fourth quarter of 2020, (iii) \$141 million for the full year 2021 and (iv) \$184 million for the full year 2020.

⁽⁴⁾ Since designating of our Latin American business and our 20-state ILEC business as held for sale on July 25, 2021 and August 3, 2021, respectively, we have ceased recording depreciation of property, plant and equipment and amortization of finite-lived intangible assets and right-of-use assets with respect to these assets. We estimate that we would have recorded an additional \$165 million and \$272 million of depreciation, intangible amortization, and amortization of right-of use assets for the quarter and year ended December 31, 2021, respectively, if our Latin American and 20-state ILEC businesses had not been designated as held for sale.

⁽⁵⁾ Excludes Special Items (net of the income tax effect thereof) in the amounts of (i) \$14 million for the fourth quarter of 2021, (ii) \$2.742 billion for the fourth quarter of 2020, (iii) \$6 million for the full year 2021 and (iv) \$2.863 billion for the full year 2020.

| Revenue (\$ in millions) | Fourth Quarter 2021 | Third Quarter 2021 | QoQ Percent Change | Fourth Quarter 2020 | YoY Percent Change |
|-----------------------------------|---------------------------|--------------------------|-----------------------|---------------------------|-----------------------|
| By Business Sales Channel | | | | | |
| International and Global Accounts | \$ 1,017 | 1,019 | —% | 1,033 | (2)% |
| Large Enterprise | 922 | 932 | (1)% | 986 | (6)% |
| Mid-Market Enterprise | 665 | 666 | —% | 716 | (7)% |
| Wholesale | 890 | 891 | —% | 930 | (4)% |
| Business Segment Revenue | 3,494 | 3,508 | —% | 3,665 | (5)% |
| Mass Markets Segment Revenue | 1,353 | 1,379 | (2)% | 1,460 | (7)% |
| Total Revenue | <u>\$ 4,847</u> | <u>4,887</u> | <u>(1)%</u> | <u>5,125</u> | <u>(5)%</u> |

Cash Flow

Free Cash Flow, excluding Special Items, was \$776 million in the fourth quarter 2021, compared to \$943 million in the fourth quarter 2020.

As of December 31, 2021, Lumen had cash and cash equivalents of \$354 million.

2022 Financial Outlook

The company announced its full-year 2022 financial outlook which is detailed below:

| Metric ⁽¹⁾⁽²⁾ | Outlook⁽³⁾ |
|--|---|
| Adjusted EBITDA | \$6.5 to \$6.7 billion |
| Free Cash Flow | \$1.6 to \$1.8 billion⁽⁴⁾ |
| Net Cash Interest | \$1.3 to \$1.4 billion |
| GAAP Interest Expense | \$1.350 billion |
| Dividends⁽⁵⁾ | \$1.00 per share |
| Capital Expenditures | \$3.2 to \$3.4 billion |
| Depreciation and Amortization | \$3.2 to \$3.4 billion |
| Stock-based Compensation Expenses | ~\$150 million |
| Cash Income Taxes | ~\$100 million |
| Full Year Effective Income Tax Rate | ~26% |

⁽¹⁾ For definitions of non-GAAP metrics and reconciliations to GAAP figures, see the attached schedules and our Investor Relations website.

⁽²⁾ Outlook measures in this chart and the accompanying schedules (i) exclude the effects of Special Items, future changes in our operating or capital allocation plans, unforeseen changes in regulation, laws or litigation, and other unforeseen events or circumstances impacting our financial performance and (ii) speak only as of February 9, 2022. See "Forward-Looking Statements".

⁽³⁾ Outlook measures include accounting impacts of assets and liabilities held for sale and assume the pending sales of Lumen's LATAM business and 20-state ILEC footprint are completed mid-year 2022.

⁽⁴⁾ Assumes no discretionary pension plan contributions during 2022.

⁽⁵⁾ Based on common stock outstanding as of Dec. 31, 2021 as well as expected accrued dividends. We expect cash dividends of approximately \$1.040 billion.

Investor Call

Lumen's management will host a conference call at 5:00 p.m. ET today, February 9, 2022. The conference call will be streamed live over the Lumen website at ir.lumen.com. Additional information regarding fourth quarter 2021 results, including the presentation materials management will review during the conference call, will be available on the Investor Relations website prior to the call. If you are unable to join the call via the web, the call can be accessed live at +1 877-283-5145 (U.S. Domestic) or +1 312-281-1201 (International).

A telephone replay of the call will be available beginning at 8:00 p.m. ET on February 9, 2022, and ending May 1, 2022, at 8:00 p.m. ET. The replay can be accessed by dialing +1 800-633-8284 (U.S. Domestic) or +1 402-977-9140 (International), reservation code 22014476. A webcast replay of the call will also be available on our website beginning at 7:00 p.m. ET on February 9, 2022, and ending May 1, 2022, at 6:00 p.m. ET.

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About Lumen

Lumen Technologies Inc. (NYSE: LUMN) is guided by our belief that humanity is at its best when technology advances the way we live and work. With approximately 450,000 route fiber miles and serving customers in more than 60 countries, we deliver the fastest, most secure platform for applications and data to help businesses, government and communities deliver amazing experiences.

Learn more about the Lumen network, edge cloud, security, communication and collaboration solutions and our purpose to further human progress through technology at news.lumen.com, LinkedIn: [/lumentech](https://www.linkedin.com/company/lumentech), Twitter: [@lumentechco](https://twitter.com/lumentechco), Facebook: [/lumentech](https://www.facebook.com/lumentech), Instagram: [/lumentech](https://www.instagram.com/lumentech) and YouTube: [/lumentech](https://www.youtube.com/lumentech). Lumen and Lumen Technologies are registered trademarks of Lumen Technologies LLC in the United States. Lumen Technologies LLC is a wholly-owned affiliate of Lumen Technologies, Inc.

Forward-Looking Statements

Except for historical and factual information, the matters set forth in this release and other of our oral or written statements identified by words such as “estimates,” “expects,” “anticipates,” “believes,” “plans,” “intends,” “will,” and similar expressions are forward-looking statements as defined by the federal securities laws, and are subject to the “safe harbor” protections thereunder. These forward-looking statements are not guarantees of future results and are based on current expectations only, are inherently speculative, and are subject to a number of assumptions, risks and uncertainties, many of which are beyond our control. Actual events and results may differ materially from those anticipated, estimated, projected or implied by us in those statements if one or more of these risks or uncertainties materialize, or if underlying assumptions prove incorrect. Factors that could affect actual results include but are not limited to: the effects of competition from a wide variety of competitive providers, including decreased demand for our more mature service offerings and increased pricing pressures; the effects of new, emerging or competing technologies, including those that could make our products less desirable or obsolete; our ability to successfully and timely attain our key operating imperatives, including simplifying and consolidating our network, simplifying and automating our service support systems, attaining our Quantum Fiber buildout plans, strengthening our relationships with customers and attaining projected cost savings; our ability to safeguard our network, and to avoid the adverse impact of possible cyber-attacks, security breaches, service outages, system failures, or similar events impacting our network or the availability and quality of our services; the effects of ongoing changes in the regulation of the communications industry, including the outcome of legislative, regulatory or judicial proceedings relating to content liability standards, intercarrier compensation, universal service, service standards, broadband deployment, data protection, privacy and net neutrality; our ability to effectively retain and hire key personnel and to successfully negotiate collective bargaining agreements on reasonable terms without work stoppages; possible changes in customer demand for our products and services, including increased demand for high-speed data transmission services; our ability to successfully maintain the quality and profitability of our existing product and service offerings and to introduce profitable new offerings on a timely and cost-effective basis; our ability to generate cash flows sufficient to fund our financial commitments and objectives, including our capital expenditures, operating costs, debt repayments, dividends, pension contributions and other benefits payments; our ability to successfully and timely implement our corporate strategies, including our deleveraging strategy; our ability to successfully and timely consummate our pending divestitures on the terms proposed, to realize the anticipated benefits therefrom, and to operate our retained business successfully thereafter; changes in our operating plans, corporate strategies, dividend payment plans or other capital allocation plans, whether based upon changes in our cash flows, cash requirements, financial performance, financial position, market conditions or otherwise; the impact of any future material acquisitions or divestitures that we may transact; the negative impact of increases in the costs of our pension, health, post-employment or other benefits, including those caused by changes in markets, interest rates, mortality rates, demographics or regulations; the potential negative impact of customer complaints, government investigations, security breaches or service outages impacting us or our industry; adverse changes in our access to credit markets on favorable terms, whether caused by changes in our financial position, lower credit ratings, unstable markets or otherwise; our ability to meet the terms and conditions of our debt obligations and covenants, including our ability to make transfers of cash in compliance therewith; our ability to maintain favorable relations with our securityholders, key business partners, suppliers, vendors, landlords and financial institutions; our ability to meet evolving environmental, social and governance (“ESG”) expectations and benchmarks, and effectively communicate and implement our ESG strategies; our ability to collect our receivables from, or continue to do business with, financially-troubled customers, including, but not limited to, those adversely impacted by the economic dislocations caused by the COVID-19 pandemic; our ability to use our net operating loss carryforwards in the amounts projected; our ability to continue to use or renew intellectual property used to conduct our operations; any adverse developments in legal or regulatory proceedings involving us; changes in tax, pension, healthcare or other laws or regulations, in governmental support programs, or in general government funding levels, including those arising from recently-enacted federal legislation promoting broadband spending; the effects of changes in accounting policies, practices or assumptions, including changes that could potentially require additional future impairment charges; continuing uncertainties regarding the impact that COVID-19 disruptions and vaccination policies could have on our business, operations, cash flows and corporate initiatives; the effects of adverse weather, terrorism, epidemics, pandemics, rioting, societal unrest, or other natural or man-made disasters or disturbances; the potential adverse effects if our internal controls over financial reporting have weaknesses or deficiencies, or otherwise fail to operate as intended; the effects of more general factors such as changes in interest rates, in inflation, in exchange rates, in operating costs, in public policy, in the views of financial analysts, or in general market, labor, economic or geo-political conditions; and other risks referenced from time to time in our filings with the U.S. Securities and Exchange Commission. You are cautioned not to unduly rely upon our forward-looking statements, which speak only as of the date made. We undertake no obligation to publicly update or revise any forward-looking statements for any reason, whether as a result of new information, future events or developments, changed circumstances, or otherwise. Furthermore, any information about our intentions contained in any of our forward-looking statements reflects our intentions as of the date of such forward-looking statement, and is based upon, among other things, regulatory, technological, industry, competitive, economic and market conditions, and our related assumptions, as of such date. We may change our intentions, strategies or plans without notice at any time and for any reason.

Reconciliation to GAAP

This release includes certain historical and forward-looking non-GAAP financial measures, including but not limited to Adjusted EBITDA, Free Cash Flow, Unlevered Cash Flow, and adjustments to GAAP and non-GAAP measures to exclude the effect of Special Items. In addition to providing key metrics for management to evaluate the company's performance, we believe these measurements assist investors in their understanding of period-to-period operating performance and in identifying historical and prospective trends.

Reconciliations of non-GAAP financial measures to the most comparable GAAP measures are included in the attached financial schedules. Reconciliation of additional non-GAAP historical financial measures that may be discussed during the call described above, along with further descriptions of non-GAAP financial measures, will be available in the Investor Relations portion of the company's website at <http://ir.lumen.com>. Non-GAAP measures are not presented to be replacements or alternatives to the GAAP measures, and investors are urged to consider these non-GAAP measures in addition to, and not in substitution for, measures prepared in accordance with GAAP. Lumen may present or calculate its non-GAAP measures differently from other companies.

Lumen Technologies, Inc.
CONSOLIDATED STATEMENTS OF OPERATIONS
THREE AND TWELVE MONTHS ENDED DECEMBER 31, 2021 AND 2020
(UNAUDITED)

(\$ in millions, except per share amounts; shares in thousands)

| | Three months ended December 31, | | | Twelve months ended December 31, | | |
|--|---------------------------------|-----------|-----------------------|----------------------------------|-----------|-----------------------|
| | 2021 | 2020 | Increase / (decrease) | 2021 | 2020 | Increase / (decrease) |
| OPERATING REVENUE | \$ 4,847 | 5,125 | (5) % | \$ 19,687 | 20,712 | (5) % |
| OPERATING EXPENSES | | | | | | |
| Cost of services and products | 2,086 | 2,231 | (6) % | 8,488 | 8,934 | (5) % |
| Selling, general and administrative | 723 | 866 | (17) % | 2,895 | 3,464 | (16) % |
| Depreciation and amortization | 877 | 1,195 | (27) % | 4,019 | 4,710 | (15) % |
| Goodwill impairment | — | 2,642 | nm | — | 2,642 | nm |
| Total operating expenses | 3,686 | 6,934 | (47) % | 15,402 | 19,750 | (22) % |
| OPERATING INCOME | 1,161 | (1,809) | nm | 4,285 | 962 | nm |
| OTHER (EXPENSE) INCOME | | | | | | |
| Interest expense | (372) | (396) | (6) % | (1,522) | (1,668) | (9) % |
| Other income (expense), net | (110) | (3) | nm | (62) | (76) | (18) % |
| Income tax expense | (171) | (81) | 111 % | (668) | (450) | 48 % |
| NET INCOME | \$ 508 | (2,289) | nm | \$ 2,033 | (1,232) | nm |
| BASIC EARNINGS PER SHARE | \$ 0.50 | (2.12) | nm | \$ 1.92 | (1.14) | nm |
| DILUTED EARNINGS PER SHARE | \$ 0.50 | (2.12) | nm | \$ 1.91 | (1.14) | nm |
| WEIGHTED AVERAGE SHARES OUTSTANDING | | | | | | |
| Basic | 1,006,846 | 1,080,507 | (7) % | 1,059,541 | 1,079,130 | (2) % |
| Diluted | 1,015,472 | 1,080,507 | (6) % | 1,066,778 | 1,079,130 | (1) % |
| DIVIDENDS PER COMMON SHARE | \$ 0.25 | 0.25 | — % | \$ 1.00 | 1.00 | — % |
| Exclude: Special Items ⁽¹⁾ | \$ 14 | 2,742 | (99) % | \$ 6 | 2,863 | (100) % |
| NET INCOME EXCLUDING SPECIAL ITEMS | \$ 522 | 453 | 15 % | \$ 2,039 | 1,631 | 25 % |
| DILUTED EARNINGS PER SHARE EXCLUDING SPECIAL ITEMS | \$ 0.51 | 0.42 | 21 % | \$ 1.91 | 1.51 | 26 % |

⁽¹⁾ Excludes the Special Items described in the accompanying Non-GAAP Special Items table, net of the income tax effect thereof.

nm - Percentages greater than 200% and comparisons between positive and negative values are considered not meaningful.

Lumen Technologies, Inc.
CONSOLIDATED BALANCE SHEETS
AS OF DECEMBER 31, 2021 AND DECEMBER 31, 2020
(UNAUDITED)
(\$ in millions)

| | December 31, 2021 | December 31, 2020 |
|---|-------------------|-------------------|
| ASSETS | | |
| CURRENT ASSETS | | |
| Cash and cash equivalents | \$ 354 | 406 |
| Accounts receivable, less allowance of \$114 and \$191 | 1,544 | 1,962 |
| Assets held for sale | 8,809 | — |
| Other | 829 | 808 |
| Total current assets | 11,536 | 3,176 |
| Property, plant and equipment, net of accumulated depreciation of \$19,271 and \$31,596 | 20,895 | 26,338 |
| GOODWILL AND OTHER ASSETS | | |
| Goodwill | 15,986 | 18,870 |
| Other intangible assets, net | 6,970 | 8,219 |
| Other, net | 2,606 | 2,791 |
| Total goodwill and other assets | 25,562 | 29,880 |
| TOTAL ASSETS | \$ 57,993 | 59,394 |
| LIABILITIES AND STOCKHOLDERS' EQUITY | | |
| CURRENT LIABILITIES | | |
| Current maturities of long-term debt | \$ 1,554 | 2,427 |
| Accounts payable | 758 | 1,134 |
| Accrued expenses and other liabilities | | |
| Salaries and benefits | 860 | 1,008 |
| Income and other taxes | 228 | 314 |
| Current operating lease liabilities | 385 | 379 |
| Interest | 278 | 291 |
| Other | 232 | 328 |
| Liabilities held for sale | 2,257 | — |
| Current portion of deferred revenue | 617 | 753 |
| Total current liabilities | 7,169 | 6,634 |
| LONG-TERM DEBT | | |
| | 27,428 | 29,410 |
| DEFERRED CREDITS AND OTHER LIABILITIES | | |
| Deferred income taxes, net | 4,049 | 3,342 |
| Benefit plan obligations, net | 3,710 | 4,556 |
| Other | 3,797 | 4,290 |
| Total deferred credits and other liabilities | 11,556 | 12,188 |
| STOCKHOLDERS' EQUITY | | |
| Common stock | 1,024 | 1,097 |
| Additional paid-in capital | 18,972 | 20,909 |
| Accumulated other comprehensive loss | (2,158) | (2,813) |
| Accumulated deficit | (5,998) | (8,031) |
| Total stockholders' equity | 11,840 | 11,162 |
| TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY | \$ 57,993 | 59,394 |

Lumen Technologies, Inc.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
TWELVE MONTHS ENDED DECEMBER 31, 2021 AND 2020
(UNAUDITED)
(\$ in millions)

| | Twelve months ended | |
|---|---------------------|-------------------|
| | December 31, 2021 | December 31, 2020 |
| OPERATING ACTIVITIES | | |
| Net Income | \$ 2,033 | (1,232) |
| Adjustments to reconcile net income to net cash provided by operating activities: | | |
| Depreciation and amortization | 4,019 | 4,710 |
| Goodwill impairment | — | 2,642 |
| Deferred income taxes | 598 | 366 |
| Provision for uncollectible accounts | 105 | 189 |
| Net (gain) loss on early retirement and modification of debt | (8) | 105 |
| Stock-based compensation | 120 | 175 |
| Changes in current assets and liabilities, net | (691) | (663) |
| Retirement benefits | 163 | (111) |
| Changes in other noncurrent assets and liabilities, net | 283 | 246 |
| Other, net | (121) | 97 |
| Net cash provided by operating activities | 6,501 | 6,524 |
| INVESTING ACTIVITIES | | |
| Capital expenditures | (2,900) | (3,729) |
| Proceeds from sale of property, plant and equipment and other assets | 135 | 153 |
| Other, net | 53 | 12 |
| Net cash used in investing activities | (2,712) | (3,564) |
| FINANCING ACTIVITIES | | |
| Net proceeds from issuance of long-term debt | 1,881 | 4,361 |
| Payments of long-term debt | (3,598) | (7,315) |
| Net (payments of) proceeds from revolving line of credit | 50 | (100) |
| Dividends paid | (1,087) | (1,109) |
| Repurchases of common stock | (1,000) | — |
| Other, net | (53) | (87) |
| Net cash used in financing activities | (3,807) | (4,250) |
| Net increase in cash, cash equivalents and restricted cash | (18) | (1,290) |
| Cash, cash equivalents and restricted cash at beginning of period | 427 | 1,717 |
| Cash, cash equivalents and restricted cash at end of period | \$ 409 | 427 |
| Cash, cash equivalents and restricted cash: | | |
| Cash and cash equivalents | \$ 354 | 406 |
| Cash and cash equivalents included in assets held for sale | 40 | — |
| Restricted cash | 15 | 21 |
| Total | \$ 409 | 427 |

Lumen Technologies, Inc.

OPERATING METRICS

(UNAUDITED)

(In thousands)

| | December 31, 2021 | September 30, 2021 | December 31, 2020 |
|------------------------------------|-------------------|--------------------|-------------------|
| Operating Metrics | | | |
| Mass Markets broadband subscribers | 4,519 | 4,589 | 4,767 |

Mass Markets broadband subscribers are customers that purchase broadband connection service through their existing telephone lines, stand-alone telephone lines, or fiber-optic cables. Our methodology for counting our Mass Markets broadband subscribers includes only those lines that we use to provide services to external customers and excludes lines used solely by us and our affiliates. It also excludes unbundled loops and includes stand-alone Mass Markets broadband subscribers. We count lines when we install the service. Other companies may use different methodologies.

Description of Non-GAAP Metrics

Pursuant to Regulation G, the company is hereby providing definitions of non-GAAP financial metrics and reconciliations to the most directly comparable GAAP measures.

The following describes and reconciles those financial measures as reported under accounting principles generally accepted in the United States (GAAP) with those financial measures as adjusted by the items detailed below and presented in the accompanying news release. These calculations are not prepared in accordance with GAAP and should not be viewed as alternatives to GAAP. In keeping with its historical financial reporting practices, the company believes that the supplemental presentation of these calculations provides meaningful non-GAAP financial measures to help investors understand and compare business trends among different reporting periods on a consistent basis.

We use the term *Special Items* as a non-GAAP measure to describe items that impacted a period's statement of operations for which investors may want to give special consideration due to their magnitude, nature or both. We do not call these items *non-recurring* because, while some are infrequent, others may recur in future periods.

Adjusted EBITDA (\$) is defined as net income (loss) from the Statements of Operations before income tax (expense) benefit, total other income (expense), depreciation and amortization, stock-based compensation expense and impairments.

Adjusted EBITDA Margin (%) is defined as Adjusted EBITDA divided by total revenue.

Management believes that Adjusted EBITDA and Adjusted EBITDA Margin are relevant and useful metrics to provide to investors, as they are an important part of our internal reporting and are key measures used by management to evaluate profitability and operating performance of Lumen and to make resource allocation decisions. Management believes such measures are especially important in a capital-intensive industry such as telecommunications. Management also uses Adjusted EBITDA and Adjusted EBITDA Margin (and similarly uses these terms excluding Special Items) to compare our performance to that of our competitors and to eliminate certain non-cash and non-operating items in order to consistently measure from period to period our ability to fund capital expenditures, fund growth, service debt and determine bonuses. Adjusted EBITDA excludes non-cash stock compensation expense and impairments because of the non-cash nature of these items. Adjusted EBITDA also excludes interest income, interest expense and income taxes, and in our view constitutes an accrual-based measure that has the effect of excluding period-to-period changes in working capital and shows profitability without regard to the effects of capital or tax structure. Adjusted EBITDA also excludes depreciation and amortization expense because these non-cash expenses primarily reflect the impact of historical capital investments, as opposed to the cash impacts of capital expenditures made in recent periods, which may be evaluated through cash flow measures. Adjusted EBITDA further excludes the gain (or loss) on extinguishment and modification of debt and net other income (expense), because these items are not related to the primary business operations of Lumen.

There are material limitations to using Adjusted EBITDA as a financial measure, including the difficulty associated with comparing companies that use similar performance measures whose calculations may differ from our calculations. Additionally, by excluding the above-listed items, Adjusted EBITDA may exclude items that investors believe are important components of our performance. Adjusted EBITDA and Adjusted EBITDA Margin (either with or without Special Items) should not be considered a substitute for other measures of financial performance reported in accordance with GAAP.

Unlevered Cash Flow is defined as net cash provided by (used in) operating activities less capital expenditures, plus cash interest paid and less interest income, all as disclosed in the Statements of Cash Flows or the Statements of Operations. Management believes that Unlevered Cash Flow is a relevant

metric to provide to investors, because it reflects the operational performance of Lumen and, measured over time, enables management and investors to monitor the underlying business' growth pattern and ability to generate cash. Unlevered Cash Flow excludes cash used for acquisitions and debt service and the impact of exchange rate changes on cash and cash equivalents balances.

There are material limitations to using Unlevered Cash Flow to measure our cash performance as it excludes certain material items that investors may believe are important components of our cash flows. Comparisons of our Unlevered Cash Flow to that of some of our competitors may be of limited usefulness since Lumen does not currently pay a significant amount of income taxes due to net operating loss carryforwards, and therefore, currently generates higher cash flow than a comparable business that does pay income taxes. Additionally, this financial measure is subject to variability quarter over quarter as a result of the timing of payments related to accounts receivable, accounts payable, payroll and capital expenditures. Unlevered Cash Flow should not be used as a substitute for net change in cash, cash equivalents and restricted cash in the Consolidated Statements of Cash Flows.

Free Cash Flow is defined as net cash provided by (used in) operating activities less capital expenditures as disclosed in the Statements of Cash Flows. Management believes that Free Cash Flow is a relevant metric to provide to investors, as it is an indicator of our ability to generate cash to service our debt. Free Cash Flow excludes cash used for acquisitions, principal repayments and the impact of exchange rate changes on cash and cash equivalents balances.

There are material limitations to using Free Cash Flow to measure our performance as it excludes certain material items that investors may believe are important components of our cash flows. Comparisons of our Free Cash Flow to that of some of its competitors may be of limited usefulness since Lumen does not currently pay a significant amount of income taxes due to net operating loss carryforwards, and therefore, generates higher cash flow than a comparable business that does pay income taxes. Additionally, this financial measure is subject to variability quarter over quarter as a result of the timing of payments related to interest expense, accounts receivable, accounts payable, payroll and capital expenditures. Free Cash Flow should not be used as a substitute for net change in cash, cash equivalents and restricted cash on the Consolidated Statements of Cash Flows.

Lumen Technologies, Inc.
Non-GAAP Special Items
(UNAUDITED)
(\$ in millions)

| | Actual QTD | | Actual YTD | |
|--|--------------|------------|------------|------------|
| | 4Q21 | 4Q20 | 2021 | 2020 |
| Special Items Impacting Adjusted EBITDA | | | | |
| Consumer and other litigation | \$ (3) | 16 | 16 | 24 |
| Severance | 3 | 89 | 3 | 151 |
| Transaction and separation costs ⁽¹⁾ | 19 | — | 37 | — |
| Real estate transactions ⁽²⁾ | — | — | (40) | — |
| Total Special Items impacting Adjusted EBITDA | \$ 19 | 105 | 16 | 175 |

| | Actual QTD | | Actual YTD | |
|---|--------------|--------------|------------|--------------|
| | 4Q21 | 4Q20 | 2021 | 2020 |
| Special Items Impacting Net Income | | | | |
| Consumer and other litigation | \$ (3) | 16 | 16 | 24 |
| Impairment of goodwill | — | 2,642 | — | 2,642 |
| Loss on sale of business | — | — | — | 8 |
| Loss (gain) on early debt retirement ⁽³⁾ | — | 27 | (8) | 109 |
| Severance | 3 | 89 | 3 | 151 |
| Transaction and separation costs ⁽¹⁾ | 19 | — | 37 | — |
| Real estate transactions ⁽²⁾ | — | — | (40) | — |
| Total Special Items impacting Net Income | 19 | 2,774 | 8 | 2,934 |
| Income tax effect of Special Items ⁽⁴⁾ | (5) | (32) | (2) | (71) |
| Total Special Items impacting Net Income, net of tax | \$ 14 | 2,742 | 6 | 2,863 |

⁽¹⁾ Transaction and separation costs associated with the pending sale of our Latin American business for \$2.7 billion announced July 26, 2021 and the pending sale of our ILEC (incumbent local exchange carrier) business in 20 states for \$7.5 billion announced August 3, 2021, and the evaluation of other potential transactions.

⁽²⁾ Real estate transactions include the (gain) on sale of real estate, net of other impairment or acceleration of costs associated with our real estate rationalization program.

⁽³⁾ Reflects (i) a gain as a result of \$1.1 billion in early debt retirement in Q1 2021, (ii) a loss as a result of \$935 million in early debt retirement in Q4 2020, (iii) a gain as a result of \$2.6 billion in early debt retirement in Q3 2020, (iv) a loss as a result of \$1.2 billion in net debt early retirement, debt modification, and debt extinguishment in Q2 2020 and (v) a loss as a result of \$2.4 billion in net early debt retirement, debt modifications, and debt extinguishment in Q1 2020. There were no comparable gains or losses during any other quarter in 2021.

⁽⁴⁾ Tax effect calculated using the annualized effective statutory tax rate, excluding any non-recurring discrete items, which was 24.5% for all periods presented.

Lumen Technologies, Inc.
Non-GAAP Cash Flow Reconciliation
(UNAUDITED)
(\$ in millions)

| | Actual QTD | | Actual YTD | |
|---|-----------------|-----------------|-----------------|-----------------|
| | 4Q21 | 4Q20 | 2021 | 2020 |
| Net cash provided by operating activities | \$ 1,607 | 1,682 | \$ 6,501 | 6,524 |
| Capital expenditures | (848) | (758) | (2,900) | (3,729) |
| Free Cash Flow | 759 | 924 | 3,601 | 2,795 |
| Cash interest paid | 343 | 373 | 1,487 | 1,627 |
| Interest income | (2) | — | (2) | (6) |
| Unlevered Cash Flow | \$ 1,100 | \$ 1,297 | \$ 5,086 | \$ 4,416 |
| Free Cash Flow | \$ 759 | \$ 924 | \$ 3,601 | \$ 2,795 |
| Add back: Severance | 6 | 16 | 70 | 137 |
| Add back: Other Special Items ⁽¹⁾ | (3) | 3 | 47 | 47 |
| Add back: Transaction and separation costs ⁽¹⁾ | 11 | — | 20 | — |
| Add back: Real estate transactions ⁽¹⁾ | 3 | — | 4 | — |
| Free Cash Flow excluding cash Special Items | \$ 776 | \$ 943 | \$ 3,742 | \$ 2,979 |
| Unlevered Cash Flow | \$ 1,100 | \$ 1,297 | \$ 5,086 | \$ 4,416 |
| Add back: Severance | 6 | 16 | 70 | 137 |
| Add back: Other Special Items ⁽¹⁾ | (3) | 3 | 47 | 47 |
| Add back: Transaction and separation costs ⁽¹⁾ | 11 | — | 20 | — |
| Add back: Real estate transactions ⁽¹⁾ | 3 | — | 4 | — |
| Unlevered Cash Flow excluding cash Special Items | \$ 1,117 | \$ 1,316 | \$ 5,227 | \$ 4,600 |

⁽¹⁾ Refer to *Non-GAAP Special Items* table for details of the Special Items impacting cash included above.

Lumen Technologies, Inc.
Adjusted EBITDA Non-GAAP Reconciliation
(UNAUDITED)
(\$ in millions)

| | Actual QTD | | Actual YTD | |
|---|-----------------|----------------|------------------|----------------|
| | 4Q21 | 4Q20 | 2021 | 2020 |
| Net income | \$ 508 | (2,289) | \$ 2,033 | (1,232) |
| Income tax expense | 171 | 81 | 668 | 450 |
| Total other expense, net | 482 | 399 | 1,584 | 1,744 |
| Depreciation and amortization expense | 877 | 1,195 | 4,019 | 4,710 |
| Stock-based compensation expense | 31 | 55 | 120 | 175 |
| Goodwill impairment | — | 2,642 | — | 2,642 |
| Adjusted EBITDA | \$ 2,069 | 2,083 | \$ 8,424 | 8,489 |
| Add back: Severance | \$ 3 | 89 | \$ 3 | 151 |
| Add back: Other Special Items ⁽¹⁾ | (3) | 16 | 16 | 24 |
| Add back: Transaction and separation costs ⁽¹⁾ | 19 | — | 37 | — |
| Add back: Real estate transactions ⁽¹⁾ | — | — | (40) | — |
| Adjusted EBITDA excluding Special Items | \$ 2,088 | 2,188 | \$ 8,440 | 8,664 |
| Total revenue | \$ 4,847 | 5,125 | \$ 19,687 | 20,712 |
| Adjusted EBITDA margin | 42.7 % | 40.6 % | 42.8 % | 41.0 % |
| Adjusted EBITDA margin excluding Special Items | 43.1 % | 42.7 % | 42.9 % | 41.8 % |

⁽¹⁾ Refer to *Non-GAAP Special Items* table for details of the Special Items included above.

Outlook

To enhance the information in our outlook with respect to non-GAAP metrics, we are providing a range for certain GAAP measures that are components of the reconciliation of the non-GAAP metrics. The provision of these ranges is in no way meant to indicate that Lumen is explicitly or implicitly providing an outlook on those GAAP components of the reconciliation. In order to reconcile the non-GAAP financial metric to GAAP, Lumen has to use ranges for the GAAP components that arithmetically add up to the non-GAAP financial metric. While Lumen believes that it has used reasonable assumptions in connection with developing the outlook for its non-GAAP financial metrics, it fully expects that the ranges used for the GAAP components will vary from actual results. We will consider our outlook of non-GAAP financial metrics to be accurate if the specific non-GAAP metric is met or exceeded, even if the GAAP components of the reconciliation are different from those provided in an earlier reconciliation.

Lumen Technologies, Inc.

2022 OUTLOOK ^{(1) (2)}

(UNAUDITED)

(\$ in millions)

Adjusted EBITDA Outlook

Twelve Months Ended December 31, 2022

| | Range | |
|---------------------------------------|-----------------|-----------------|
| | Low | High |
| Net income | \$ 1,095 | 1,575 |
| Income tax expense | 380 | 550 |
| Total other expense | 1,450 | 1,250 |
| Depreciation and amortization expense | 3,400 | 3,200 |
| Stock-based compensation expenses | 175 | 125 |
| Adjusted EBITDA | \$ 6,500 | \$ 6,700 |

Free Cash Flow Outlook

Twelve Months Ended December 31, 2022

| | Range | |
|--|-----------------|--------------|
| | Low | High |
| Net cash provided by operating activities | \$ 4,800 | 5,200 |
| Capital expenditures | (3,200) | (3,400) |
| Free Cash Flow | \$ 1,600 | 1,800 |

⁽¹⁾ For definitions of non-GAAP metrics and reconciliation to GAAP figures, see the above schedules and our Investor Relations website.

⁽²⁾ Outlook measures in this chart (i) exclude the effects of Special Items, future changes in our operating or capital allocation plans, unforeseen changes in regulation, laws or litigation, and other unforeseen events or circumstances impacting our financial performance and (ii) speak only as of February 9, 2022. See "Forward-Looking Statements".