

# CENTURYTEL INC

## FORM 8-K

(Unscheduled Material Events)

Filed 12/22/2005 For Period Ending 12/21/2005

Address	P O BOX 4065 100 CENTURYTEL DR MONROE, Louisiana 71203
Telephone	318-388-9000
CIK	0000018926
Industry	Communications Services
Sector	Services
Fiscal Year	12/31

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

**FORM 8-K**

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

Date of Report (Date of earliest event reported):

**December 21, 2005**

**CenturyTel, Inc.**

(Exact name of registrant as specified in its charter)

Louisiana  
(State or other jurisdiction of  
incorporation or organization)

1-7784  
(Commission File Number)

72-0651161  
(I.R.S. Employer  
Identification No.)

100 CenturyTel Drive, Monroe, Louisiana 71203  
(Address of principal executive offices) (Zip Code)

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation 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))

Item 8.01. Other Events

On December 21, 2005, CenturyTel, Inc. issued a press release announcing completion of its previously announced accelerated share repurchase program. A copy of the press release is included hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits.

99.1 Press release of CenturyTel, Inc. dated December 21, 2005.

SIGNATURE

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

CenturyTel, Inc.

Date: December 22, 2005

/s/ Neil A. Sweasy

Neil A. Sweasy  
Vice President and Controller  
(Principal Accounting Officer)

Exhibit 99.1

**FOR IMMEDIATE RELEASE**

December 21, 2005

**FOR MORE INFORMATION CONTACT:**

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CenturyTel announces completion of Accelerated Share Repurchase program

MONROE, La. ... CenturyTel, Inc. (NYSE: CTL) has completed its previously announced accelerated share repurchase program.

On May 31, 2005, CenturyTel entered into accelerated share repurchase agreements with three investment banks under which it repurchased and retired approximately 12.9 million shares of its outstanding common stock, at an average initial price of \$32.34 per share. On December 16, 2005, the investment banks completed their repurchase of an equivalent number of shares in the open market and on December 21, 2005, CenturyTel made a cash settlement payment of approximately \$21.0 million to the investment banks to complete the program.

With the completion of this program, CenturyTel may now repurchase additional common stock under its \$200 million repurchase program announced in February 2005. As of the date of this release, CenturyTel retains authority under this program to purchase approximately \$86 million of its shares through February 28, 2006.

CenturyTel (NYSE: CTL) delivers advanced communications with a personal touch. The Company, included in the S&P 500 Index, is a leading provider of consumer and business communications solutions in rural areas and small to mid-size cities in 26 states. Visit CenturyTel at [www.centurytel.com](http://www.centurytel.com).

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**End of Filing**

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