

# QWEST CORP

## FORM 8-K

(Unscheduled Material Events)

Filed 10/22/1999 For Period Ending 10/22/1999

Address	1801 CALIFORNIA ST SUITE 2950 DENVER, Colorado 80202
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CIK	0000068622
Fiscal Year	12/31

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**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): October 22, 1999

**U S WEST Communications, Inc.**

(Exact Name of Registrant as Specified in its Charter)

Colorado  
(State of Incorporation)

Commission File  
Number 1-3040

IRS Employer Identification  
No. 84-0273800

1801 California Street, Denver, Colorado 80202  
(Address of Principal Executive Offices, Including Zip Code)

**Telephone Number (303) 672-2700**  
(Registrant's Telephone Number, Including Area Code)

(The Exhibits Index is located on page 2 of this report.)

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## Item 5. Other Events

On October 22, 1999, U S WEST, Inc. filed a Form 8-K containing its third quarter earnings results, unaudited consolidated financial statements and U S WEST Communications, Inc.'s unaudited consolidated financial statements.

## Item 7. Financial Statements and Exhibits

### Exhibit Number

27	Financial Data Schedule
99	Unaudited Consolidated Statements of Operations of U S WEST Communications, Inc. for the quarters and nine-month periods ended September 30, 1999 and 1998, respectively.
99A.1	Unaudited Consolidated Balance Sheets of U S WEST Communications, Inc. for the quarter and six-month period ended September 30, 1999 and the year ended December 31, 1998, respectively.

## SIGNATURE

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

### U S WEST Communications, Inc.

By: /s/ THOMAS O. MCGIMPSEY

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Thomas O. McGimpsey  
Assistant Secretary

Dated:           October 22, 1999

CONSOLIDATED STATEMENTS OF OPERATIONS U S WEST COMMUNICATIONS, INC.  
(UNAUDITED) (Telephone Operations Only)

In millions	Quarter Ended			Nine Months Ended		
	September 30,		%	September 30,		%
	1999	1998	Change	1999	1998(1)	Change
OPERATING REVENUES						
Local service	\$1,979	\$1,805	9.6	\$5,779	\$5,291	9.2
Access services	688	660	4.2	2,057	1,996	3.1
Long-distance services	138	199	(30.7)	459	595	(22.9)
Other services	110	75	46.7	262	221	18.6
Total operating revenues	2,915	2,739	6.4	8,557	8,103	5.6
OPERATING EXPENSES						
Employee-related	935	868	7.7	2,719	2,550	6.6
Other operating (1)	636	625	1.8	1,923	1,969	(2.3)
Depreciation & amort	571	544	5.0	1,713	1,580	8.4
Total operating expenses	2,142	2,037	5.2	6,355	6,099	4.2
Operating income	773	702	10.1	2,202	2,004	9.9
Interest expense	102	103	(1.0)	289	288	0.3
Other expense	9	20	(55.0)	33	76	(56.6)
Income before income taxes	662	579	14.3	1,880	1,640	14.6
Income tax provision	251	219	14.6	713	630	13.2
NET INCOME	\$ 411	\$ 360	14.2	\$1,167	\$1,010	15.5
	=====	=====		=====	=====	

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(1) Net income for the nine months ended September 30, 1998 includes \$89 of after tax charges associated with the Separation and an asset impairment, consisting of \$129 of other operating expense, net of \$40 of income tax expense.

## CONSOLIDATED BALANCE SHEETS

U S WEST COMMUNICATIONS, INC.  
(Telephone Operations Only)

	(Unaudited) September 30, 1999	December 31, 1998
In millions		
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ASSETS		
Current assets:		
Cash and cash equivalents	\$ 66	\$ 68
Accounts receivable, net	1,703	1,619
Inventories and supplies	187	154
Deferred tax asset	121	113
Prepaid and other	98	61
	-----	
Total current assets	2,175	2,015
Property, plant and equipment - net	15,423	14,681
Other assets - net	1,303	882
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Total assets	\$ 18,901	\$ 17,578
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LIABILITIES AND STOCKHOLDER'S EQUITY		
Current liabilities:		
Short-term debt	\$ 1,767	\$ 789
Accounts payable	1,489	1,411
Accrued expenses	1,677	1,383
Advance billings and deposits	341	326
	-----	
Total current liabilities	5,274	3,909
Long-term debt	4,976	5,154
Postretirement and other postemployment benefit obligations	2,426	2,458
Deferred taxes, credits and other	1,761	1,594
Stockholder's equity	4,464	4,463
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Total liabilities and stockholder's equity	\$ 18,901	\$ 17,578
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**ARTICLE 5**

(Replace this text with the legend)

CIK: 0000068622

NAME: U S WEST Communications, Inc.

MULTIPLIER: 1,000,000

PERIOD TYPE	3 MOS	9 MOS	3 MOS	9 MOS
FISCAL YEAR END	DEC 31 1999	DEC 31 1999	DEC 31 1998	DEC 31 1998
PERIOD START	JUL 01 1999	JAN 01 1999	JUL 01 1998	JAN 01 1998
PERIOD END	SEP 30 1999	SEP 30 1999	SEP 30 1998	SEP 30 1998
CASH	66	66	57	57
SECURITIES	0	0	0	0
RECEIVABLES	1,703	1,703	1,646	1,646
ALLOWANCES	0	0	0	0
INVENTORY	187	187	200	200
CURRENT ASSETS	2,175	2,175	2,129	2,129
PP&E	36,571	36,571	34,265	34,265
DEPRECIATION	21,148	21,148	19,967	19,967
TOTAL ASSETS	18,901	18,901	17,326	17,326
CURRENT LIABILITIES	5,274	5,274	4,021	4,021
BONDS	4,976	4,976	4,831	4,831
PREFERRED MANDATORY	0	0	0	0
PREFERRED	0	0	0	0
COMMON	8,801	8,801	8,080	8,080
OTHER SE	(3,617)	(3,617)	(3,617)	(3,617)
TOTAL LIABILITY AND EQUITY	18,901	18,901	17,326	17,326
SALES	2,195	8,557	2,379	8,103
TOTAL REVENUES	2,195	8,557	2,379	8,103
CGS	0	0	0	0
TOTAL COSTS	0	0	0	0
OTHER EXPENSES	2,142	6,355	2,037	6,099
LOSS PROVISION	0	0	0	0
INTEREST EXPENSE	102	289	103	288
INCOME PRETAX	662	1,880	579	1,640
INCOME TAX	251	713	219	630
INCOME CONTINUING	411	1,167	360	1,010
DISCONTINUED	0	0	0	0
EXTRAORDINARY	0	0	0	0
CHANGES	0	0	0	0
NET INCOME	411	1,167	360	1,010
EPS BASIC	0	0	0	0
EPS DILUTED	0	0	0	0

**End of Filing**

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