



Summary Annual Reports (SARs)

Windstream is required by law to provide participants with a summary of the latest Annual Report for certain employee benefit plans. The Summary Annual Reports ("SARs") inform participants about financial activities of the plans during the plan year.

Your Rights

You have the right to:

- Receive a copy of the full annual report, or any part, on request. For a full or partial copy of the annual report, write or call the Windstream Benefits Center, P.O. Box 11657, Pleasanton, CA 94588, or (888) 392-7597. You will need to pay copying costs of 25 cents per page.
- Receive from the plan administrator, on request and at no charge, a statement of the assets and liabilities of the plan and accompanying notes, or a statement of income and expenses of the plan and accompanying notes, or both. If you request a copy of the full annual report from the plan administrator, these two statements and accompanying notes will be included.
- Examine the annual report at the main office of the plan (Windstream Corporation, 4001 Rodney Parham Road, Little Rock, AR 72212) and at the U.S. Department of Labor in Washington, D.C. Or you can get a copy from the U.S. Department of Labor when you pay copying costs. Requests to the Department should be addressed to: Public Disclosure Room, Room N1513, Employee Benefits Security Administration, U.S. Department of Labor, 200 Constitution Avenue, N.W., Washington, D.C. 20210.

– Employee Benefits

**SUMMARY ANNUAL REPORT
FOR WINDSTREAM COMPREHENSIVE PLAN OF GROUP INSURANCE**

This is a summary of the annual report for Windstream Comprehensive Plan of Group Insurance, EIN 20-0792300, Plan No. 501, for the period January 1, 2012 through December 31, 2012. The annual report has been filed with the Employee Benefits Security Administration, U.S. Department of Labor, as required under the Employee Retirement Income Security Act of 1974 (ERISA). The company has committed itself to paying certain claims incurred under the terms of the plan.

Insurance Information

The plan has contract(s) with Delta Dental of Arkansas, Metropolitan Life Insurance Company, Southwest Vision, Standard Life, United Healthcare Insurance Company, Vision Service Plan, and Employee Family Resources to pay health, dental, vision, life insurance, temporary disability, long-term disability, prescription drug, and employee assistance program claims incurred under the terms of the plan. The total premiums paid for the plan year ending December 31, 2012 were \$19,571,060.

Because they are so called “experience-rated contracts,” the premium costs are affected by, among other things, the number and size of claims. Of the total insurance premiums paid for the plan year ending December 31, 2012, the premiums paid under such “experience-rated” contracts were \$116,512,511 and the total of all benefit claims paid under these contracts during the plan year was \$5,552,500.

Your Rights to Additional Information

You have the right to receive a copy of the full annual report, or any part thereof, on request. The items listed below are included in that report:

- Insurance information, including sales commissions paid by insurance carriers

To obtain a copy of the full annual report, or any part thereof, write the Windstream Benefits Center at P.O. Box 11657, Pleasanton, CA 94588 or by telephone at (888) 392-7597.

You also have the legally protected right to examine the annual report at the main office of the plan (Windstream Communications, Inc., 4001 Rodney Parham Road Little Rock, AR 72212) and at the U.S. Department of Labor in Washington, D.C., or to obtain a copy from the U.S. Department of Labor upon payment of copying costs. Requests to the Department should be addressed to: Public Disclosure Room, Room N1513, Employee Benefits Security Administration, U.S. Department of Labor, 200 Constitution Avenue, N.W., Washington, D.C. 20210.

SUMMARY ANNUAL REPORT

This document is being provided solely by your employer. No affiliate of Bank of America Corporation has reviewed or participated in the creation of the information contained herein.

FOR WINDSTREAM RETIREE MEDICAL PLAN

This is a summary of the annual report for Windstream Retiree Medical Plan, EIN 20-0792300, Plan No. 502, for the period January 1, 2012 through December 31, 2012. The annual report has been filed with the Employee Benefits Security Administration, U.S. Department of Labor, as required under the Employee Retirement Income Security Act of 1974 (ERISA). The company has committed itself to paying certain claims incurred under the terms of the plan.

Insurance Information

The plan has contract(s) with Ace American Insurance Company, Hartford Life & Accident Insurance Company, Delta Dental of Arkansas, Southwest Vision, Standard Life, Sterling Life – Med D RX Drug Plan, and United Healthcare Insurance Company to pay health, dental, vision, life insurance, and prescription drug claims incurred under the terms of the plan. The total premiums paid for the plan year ending December 31, 2012 were \$3,414,686.

Because they are so called “experience-rated contracts,” the premium costs are affected by, among other things, the number and size of claims. Of the total insurance premiums paid for the plan year ending December 31, 2012, the premiums paid under such “experience-rated” contracts were 2,084,492 and the total of all benefit claims paid under these contracts during the plan year was \$1,352,938.

Basic Financial Statement

Benefits under the plan are provided through a trust fund. Plan expenses were \$318,848. These expenses included \$249,449 in benefits paid to participants and beneficiaries and \$69,399 in administrative expenses. A total of 59 persons were participants in or beneficiaries of the plan at the end of the plan year, although not all of these persons had yet earned the right to receive benefits.

The value of plan assets, after subtracting liabilities of the plan, was \$4,591,740 as of December 31, 2012, compared to \$4,274,916 as of January 01, 2012. During the plan year the plan experienced a increase in its net assets of \$316,824. This increase includes unrealized appreciation and depreciation in the value of plan assets; that is, the difference between the value of the plan's assets at the end of the year and the value of the assets at the beginning of the year or the cost of assets acquired during the year. The plan had total income of \$635,672, from earnings on investments.

Your Rights to Additional Information

You have the right to receive a copy of the full annual report, or any part thereof, on request. The items listed below are included in that report:

- Insurance information, including sales commissions paid by insurance carriers

To obtain a copy of the full annual report, or any part thereof, write the Windstream Benefits Center at P.O. Box 11657, Pleasanton, CA 94588 or by telephone at (888) 392-7597.

You also have the legally protected right to examine the annual report at the main office of the plan (Windstream Communications, Inc., 4001 Rodney Parham Road Little Rock, AR 72212) and at the U.S. Department of Labor in Washington, D.C., or to obtain a copy from the U.S. Department of Labor upon payment of copying costs. Requests to the Department should be addressed to: Public Disclosure Room, Room N1513, Employee Benefits Security Administration, U.S. Department of Labor, 200 Constitution Avenue, N.W., Washington, D.C. 20210.

SUMMARY ANNUAL REPORT FOR WINDSTREAM 401(K) PLAN

This is a summary of the annual report for Windstream 401(K) Plan, EIN 20-0792300, Plan No. 009, for period of January 01, 2012 through December 31, 2012. The annual report has been filed with the Employee Benefits Security Administration, U.S. Department of Labor, as required under the Employee Retirement Income Security Act of 1974 (ERISA).

Basic Financial Statement

Benefits under the plan are provided through a trust fund. Plan expenses were \$71,277,834. These expenses included \$137,055 in administrative expenses, \$69,542,252 in benefits paid to participants and beneficiaries, and \$1,598,527 in other expenses. A total of 12,396 persons were participants in or beneficiaries of the plan at the end of the plan year, although not all of these persons had yet earned the right to receive benefits.

The value of plan assets, after subtracting liabilities of the plan, was \$737,278,953 as of December 31, 2012, compared to \$529,549,282 as of January 01, 2012. During the plan year the plan experienced a increase in its net assets of \$207,729,671. This increase includes unrealized appreciation and depreciation in the value of plan assets; that is, the difference between the value of the plan's assets at the end of the year and the value of the assets at the beginning of the year or the cost of assets acquired during the year. The plan had total income of \$111,578,328 including employer contributions of \$20,869,586, employee contributions of \$43,885,895, other income of \$2,904,600, realized losses of \$974,823 from the sale of assets, and earnings from investments of \$44,893,073.

Your Rights to Additional Information

You have the right to receive a copy of the full annual report, or any part thereof, on request. The items listed below are included in that report:

- an accountant's report
- financial information
- information on payments to service providers
- assets held for investment
- information regarding any common or collective trusts, pooled separate accounts, master trusts or 103-12 investment entities in which the plan participates

To obtain a copy of the full annual report, or any part thereof, write the Windstream Benefits Center at P.O. Box 11657, Pleasanton, CA 94588, or by telephone at (888) 392-7597, or by e-mail at WINDSTREAM@ebsbenefits.com.

You also have the right to receive from the plan administrator, on request and at no charge, a statement of the assets and liabilities of the plan and accompanying notes, or a statement of income and expenses of the plan and accompanying notes, or both. If you request a copy of the full annual report from the plan administrator, these two statements and accompanying notes will be included as part of that report. The charge to cover copying costs given above does not include a charge for the copying of these portions of the report because these portions are furnished without charge.

You also have the legally protected right to examine the annual report at the main office of the plan (Windstream Corporation 4001 Rodney Parham Road, Little Rock, AR 72212) and at the U.S. Department of Labor in Washington, D.C., or to obtain a copy from the U.S. Department of Labor upon payment of copying costs. Requests to the Department should be addressed to: Public Disclosure Room, Room N1513, Employee Benefits Security Administration, U.S. Department of Labor, 200 Constitution Avenue, N.W., Washington, D.C. 20210.

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