

	<u>THREE MONTHS ENDED</u>		Increase (Decrease) Amount	%
	March 31, 2009	(D) March 31, 2008		
UNDER GAAP:				
Revenues and sales:				
Service revenues	\$ 720.8	\$ 760.1	\$ (39.3)	(5)
Product sales	34.2	39.9	(5.7)	(14)
Total revenues and sales	<u>755.0</u>	<u>800.0</u>	<u>(45.0)</u>	(6)
Costs and expenses:				
Cost of services	251.2	253.5	(2.3)	(1)
Cost of products sold	30.3	35.0	(4.7)	(13)
Selling, general, administrative and other	89.0	91.4	(2.4)	(3)
Depreciation and amortization	132.0	121.6	10.4	9
Restructuring charges	(0.1)	0.6	(0.7)	(117)
Merger and integration costs	-	1.6	(1.6)	(100)
Total costs and expenses	<u>502.4</u>	<u>503.7</u>	<u>(1.3)</u>	-
Operating income	252.6	296.3	(43.7)	(15)
Other income, net	0.8	5.6	(4.8)	(86)
Interest expense	<u>(99.7)</u>	<u>(105.0)</u>	<u>5.3</u>	(5)
Income from continuing operations before income taxes	153.7	196.9	(43.2)	(22)
Income taxes	<u>65.5</u>	<u>75.1</u>	<u>(9.6)</u>	(13)
Income from continuing operations	88.2	121.8	(33.6)	(28)
Discontinued operations, including tax expense (A)	<u>-</u>	<u>1.9</u>	<u>(1.9)</u>	(100)
Net Income	<u>\$ 88.2</u>	<u>\$ 123.7</u>	<u>\$ (35.5)</u>	(29)
Weighted average common shares: (B)	436.0	449.4	(13.4)	(3)
Earnings per share:				
Basic and diluted earnings per share: (B)				
Income from continuing operations	\$.20	\$.27	\$(.07)	(26)
Income from discontinued operations	-	-	-	-
Net Income	<u>\$.20</u>	<u>\$.27</u>	<u>\$(.07)</u>	(26)
PRO FORMA RESULTS OF OPERATIONS FROM CURRENT BUSINESSES (C):				
Operating income before depreciation and amortization (OIBDA)	\$ 384.6	\$ 419.5	\$ (34.9)	(8)

(A) In the fourth quarter of 2008, Windstream sold its wireless business to AT&T Mobility II, LLC. Accordingly, we have presented the operating results of the wireless business as discontinued operations.

(B) In accordance with FSP EITF 03-6-1, Windstream's non-vested restricted shares that contain a non-forfeitable right to receive dividends on a one to one per share ratio to common shares are considered participating securities and the impact is included in the computation of basic earnings per share pursuant to the two-class method prescribed under SFAS No. 128, "Earnings per Share". The two-class method of computing earnings per share is an earnings allocation formula that determines earnings attributable to common shares and participating securities according to dividends declared (whether paid or unpaid) and participation rights in undistributed earnings. Earnings per common share was computed by dividing the sum of distributed earnings and undistributed earnings allocated to common shareholders by the weighted average number of common shares outstanding for the period. In applying the two-class method, undistributed earnings are allocated to both common shares and non-vested restricted shares based on the pro-rata weighted average shares outstanding during the period. The Company also computed dilutive earnings per share using the two-class method as this method is more dilutive than the treasury stock method. Windstream's diluted earnings per share is equal to the Company's calculated basic earnings per share. Upon adoption of this standard on January 1, 2009, the Company retrospectively adjusted prior period earnings per share data, the impact of which was immaterial.

(C) Pro forma results from current businesses adjusts results of operations under Generally Accepted Accounting Principles in the United States ("GAAP") for the effects of merger & integration costs related to the acquisition of CT Communications, Inc. ("CTC"). For further details of this adjustment, see the Notes to Unaudited Reconciliations of Results of Operations Under GAAP to Pro Forma Results from Current Businesses.

(D) In the first quarter of 2009, the Company reorganized its operations to integrate the sales and administrative functions of the product distribution segment into its wireline operations. As a result of this change, the chief operating decision maker no longer reviews the financial statements of the product distribution operations on a stand alone basis, and the Company operates as a single reporting segment. As required by Statement of Financial Accounting Standards ("SFAS") No. 131 "Disclosures about Segments of an Enterprise and Related Information", segment results of operations have been retrospectively adjusted to reflect a single segment presentation for all periods presented. As such, separate segment reporting is no longer required, and thus not included. Additionally, certain amounts previously reported have been reclassified to conform to the current year presentation of the consolidated financial statements. These changes and reclassifications did not impact operating or net income.

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WINDSTREAM CORPORATION

UNAUDITED SUPPLEMENTAL OPERATING INFORMATION-Page 2

(Dollars in millions, except per customer amounts)

	THREE MONTHS ENDED			
	March 31,	(B) March 31,	Increase (Decrease)	%
	<u>2009</u>	<u>2008</u>	<u>Amount</u>	
UNDER GAAP:				
Service revenues	\$ 720.8	\$ 760.1	\$ (39.3)	(5)
Access lines	2,993.4	3,161.2	(167.8)	(5)
Net access line losses	(44.4)	(41.9)	(2.5)	(6)
Average access lines	3,015.3	3,182.5	(167.2)	(5)
Average service revenue per customer per month (A)	\$79.68	\$79.61	\$0.07	-
High-speed Internet customers	1,009.7	911.0	98.7	11
Net high-speed Internet additions	30.9	39.6	(8.7)	(22)
Digital satellite television customers	295.4	210.4	85.0	40
Net digital satellite television additions	21.2	14.8	6.4	43
Long distance customers	1,972.0	2,069.3	(97.3)	(5)
Net long distance customer additions	(34.7)	2.7	(37.4)	-
Capital expenditures	\$ 62.8	\$ 55.8	\$ 7.0	13

(A) Average service revenue per customer per month is calculated by dividing service revenues by average customers for the period.

(B) In the first quarter of 2009, the Company reorganized its operations to integrate the sales and administrative functions of the product distribution segment into its wireline operations. As a result of this change, the chief operating decision maker no longer reviews the financial statements of the product distribution operations on stand alone basis, and the Company operates as a single reporting segment. As required by Statement of Financial Accounting Standards ("SFAS") No. 131 "Disclosures about Segments of an Enterprise and Related Information", segment results of operations have been retrospectively adjusted to reflect a single segment presentation for all periods presented. As such, separate segment reporting is no longer required, and thus not included. Additionally, certain amounts previously reported have been reclassified to conform to the current year presentation of the consolidated financial statements. These changes and reclassifications did not impact operating or net income.

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WINDSTREAM CORPORATION
 UNAUDITED CONSOLIDATED BALANCE SHEETS UNDER GAAP-Page 3
 (In millions)

ASSETS

	March 31, 2009	December 31, 2008
CURRENT ASSETS:		
Cash and cash equivalents	\$ 312.2	\$ 296.6
Accounts receivable (less allowance for doubtful accounts of \$15.8 and \$16.3, respectively)	287.9	316.6
Inventories	24.1	30.8
Deferred income taxes	22.2	30.8
Prepaid expenses and other	40.8	33.9
Total current assets	687.2	708.7
Goodwill	2,198.2	2,198.2
Other intangibles	1,112.1	1,132.2
Net property, plant and equipment	3,835.3	3,897.1
Other assets	72.2	73.1
TOTAL ASSETS	\$ 7,905.0	\$ 8,009.3

LIABILITIES AND SHAREHOLDERS' EQUITY

	March 31, 2009	December 31, 2008
CURRENT LIABILITIES:		
Current maturities of long-term debt	\$ 24.2	\$ 24.3
Current portion of interest rate swaps	42.9	40.5
Accounts payable	117.0	134.0
Advance payments and customer deposits	93.0	94.0
Accrued dividends	109.6	109.9
Accrued taxes	71.8	48.0
Accrued interest	65.8	138.4
Other current liabilities	46.7	76.2
Total current liabilities	571.0	665.3
Long-term debt	5,355.1	5,358.2
Deferred income taxes	1,105.3	1,070.6
Other liabilities	650.4	662.9
SHAREHOLDERS' EQUITY:		
Common stock	-	-
Additional paid-in capital	83.6	101.5
Accumulated other comprehensive loss	(326.5)	(336.6)
Retained earnings	466.1	487.4
Total shareholders' equity	223.2	252.3
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$ 7,905.0	\$ 8,009.3

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WINDSTREAM CORPORATION
 UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS UNDER GAAP-Page 4
 (In millions)

	THREE MONTHS ENDED	
	March 31, <u>2009</u>	March 31, <u>2008</u>
Cash Provided from Operations:		
Net income	\$ 88.2	\$ 123.7
Adjustments to reconcile net income to net cash provided from operations:		
Depreciation and amortization	132.0	122.8
Provision for doubtful accounts	9.3	8.9
Stock-based compensation expense	5.2	4.6
Pension and post retirement benefits expense	24.5	3.7
Deferred taxes	36.4	15.6
Other, net	1.5	(2.4)
Changes in operating assets and liabilities, net:		
Accounts receivable	19.4	(3.3)
Accounts payable	(17.1)	1.2
Accrued interest	(72.7)	(68.9)
Accrued taxes	23.9	32.0
Other current liabilities	(29.5)	(15.4)
Other, net	(6.1)	(7.4)
Net cash provided from operations	<u>215.0</u>	<u>215.1</u>
Cash Flows from Investing Activities:		
Additions to property, plant and equipment	(62.8)	(55.8)
Disposition of acquired assets held for sale	-	16.4
Other, net	-	9.2
Net cash used in investing activities	<u>(62.8)</u>	<u>(30.2)</u>
Cash Flows from Financing Activities:		
Dividends paid on common shares	(109.9)	(113.6)
Stock repurchase	(20.7)	(100.2)
Repayment of debt	(3.6)	(88.6)
Debt issued, net of issuance costs	-	100.0
Other, net	(2.4)	(1.0)
Net cash used in financing activities	<u>(136.6)</u>	<u>(203.4)</u>
Increase (decrease) in cash and cash equivalents	15.6	(18.5)
Cash and Cash Equivalents:		
Beginning of the period	296.6	72.0
End of the period	<u>\$ 312.2</u>	<u>\$ 53.5</u>

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WINDSTREAM CORPORATION
 UNAUDITED RECONCILIATION OF OPERATING INCOME UNDER GAAP TO PRO FORMA
 OIBDA FROM CURRENT BUSINESSES (NON-GAAP)-Page 5
 (In millions)

	<u>THREE MONTHS ENDED</u>	
	March 31, <u>2009</u>	March 31, <u>2008</u>
Operating income from continuing operations under GAAP	<u>\$ 252.6</u>	<u>\$ 296.3</u>
Pro forma adjustments:		
Merger and integration costs	(A) <u>-</u>	<u>1.6</u>
Adjusted operating income	<u>252.6</u>	<u>297.9</u>
Depreciation and amortization	(B) <u>132.0</u>	<u>121.6</u>
Pro forma OIBDA from current businesses	<u>\$ 384.6</u>	<u>\$ 419.5</u>

NOTES TO UNAUDITED RECONCILIATIONS OF RESULTS OF OPERATIONS UNDER GAAP TO PRO FORMA RESULTS FROM CURRENT BUSINESSES

Windstream Corporation has entered into various transactions that may cause results reported under Generally Accepted Accounting Principles in the United States ("GAAP") to be not necessarily indicative of future results. On August 31, 2007, Windstream completed the acquisition of CT Communications, Inc. ("CTC"). Subsequently, on November 21, 2008, the Company completed the sale of the wireless business acquired from CTC. The completion of this transaction resulted in the divestiture of approximately 52,000 wireless customers, spectrum licenses and cell sites covering a four-county area in North Carolina with a population of 450,000, and six retail locations. Accordingly, we reported the operating results of the wireless business as discontinued operations. These changes and reclassifications did not impact operating or net income. As disclosed in the Windstream Form 8-K filed on May 8, 2009, the Company has presented in this earnings release unaudited pro forma results from current businesses, which excludes all merger and integration costs resulting from the transactions discussed above.

Windstream's purpose for including the results of the acquired businesses and for excluding non-recurring items is to improve the comparability of results of operations for the three months ended March 31, 2009, to the results of operations for the same period of 2008. Windstream's purpose for these adjustments is to focus on the true earnings capacity associated with providing telecommunication services. Management believes the items excluded from pro forma results from current businesses are related to strategic activities or other events, specific to the time and opportunity available, and should be treated accordingly when evaluating the Company's operations. Management believes that presenting current business measures assists investors by providing more meaningful comparisons of results from current and prior periods, and by providing information that is a better reflection of the core earnings capacity of the businesses. The Company uses pro forma results from current businesses, including pro forma revenues and sales and pro forma OIBDA from current businesses, as a key measure of its operational performance. Windstream management, including the chief operating decision-maker, uses these measures consistently for all purposes including: internal reporting, the evaluation of business objectives, opportunities and performance, and the determination of management compensation.

- (A) The Company incurred \$1.6 million relative to the acquisition of CTC during the first quarter of 2008, primarily related to system conversion costs.
- (B) Represents depreciation and amortization expense under GAAP.