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FRONTIER COMMUNICATIONS CORP

FORM 8-K
(Current report filing)

Filed 06/01/12 for the Period Ending 06/01/12

Address	HIGH RIDGE PK BLDG 3 STAMFORD, CT 06905
Telephone	2036145600
CIK	0000020520
Symbol	FTR
SIC Code	4813 - Telephone Communications, Except Radiotelephone
Industry	Communications Services
Sector	Services
Fiscal Year	12/31

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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): June 1, 2012

Frontier Communications Corporation
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

001-11001	**06-0619596**
(Commission File Number)	(IRS Employer Identification No.)
3 High Ridge Park, Stamford, Connecticut	**06905**
(Address of principal executive offices)	(Zip Code)

(203) 614-5600
(Registrant's telephone number, including area code)

_____
(Former name or former address, if changed since last report)

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 (*see* General Instruction A.2. below):

- ☐ 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

The information set forth in the press release issued by Frontier Communications Corporation on June 1, 2012, attached hereto as Exhibit 99.1, is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

99.1 Press Release of Frontier Communications Corporation released on June 1, 2012.

SIGNATURES

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.

FRONTIER COMMUNICATIONS CORPORATION

Date: June 1, 2012

By: /s/ Nancy S. Rights

Nancy S. Rights
Senior Vice President, Deputy General
Counsel and Secretary

Exhibit 99.1

Frontier Communications
3 High Ridge Park
Stamford, CT 06905
(203) 614-5600
www.frontier.com

FOR IMMEDIATE RELEASE

Frontier Communications Corporation Announces Acceptance for Purchase of Certain 8.250% Senior Notes due 2014 in Cash Tender Offer

STAMFORD, Conn., June 1, 2012 — Frontier Communications Corporation (NASDAQ: FTR) announced today that in accordance with the terms of its previously announced tender offer for its outstanding 8.250% Senior Notes due 2014 (the "2014 Notes") and 7.875% Senior Notes due 2015 (the "2015 Notes") it has today accepted for purchase $400 million aggregate principal amount of 2014 Notes tendered as of 5:00 p.m. New York City time on May 31, 2012 (the "Early Tender Date") for total consideration equal to the Maximum Payment Sublimit with respect to the 2014 Notes of $446 million. The offer to purchase 2014 Notes was oversubscribed as a total of $408,336,000 aggregate principal amount were validly tendered as of the Early Tender Date, and accordingly, the principal amount of 2014 Notes that the Company purchased from each tendering holder was prorated based on a proration factor of approximately 98%. No additional 2014 Notes tendered after the Early Tender Date will be accepted for purchase. Frontier used proceeds from the sale of its previously announced offering of $500 million of 9.250% Senior Notes due 2021 to purchase the 2014 Notes.

$200 million aggregate principal amount of 2014 Notes remain outstanding. The tender offer will expire at 9:00 a.m., New York City time, on June 15, 2012, unless extended or earlier terminated by Frontier. At that time, Frontier expects to accept for purchase any 2015 Notes validly tendered in such principal amount as can be purchased for aggregate consideration of $54 million. As of the Early Tender Date, approximately $146 million aggregate principal amount of 2015 Notes had been validly tendered.

Deutsche Bank Securities Inc. served as the Coordinating Dealer Manager and Credit Suisse Securities (USA) LLC and J.P. Morgan Securities LLC served as Co-Dealer Managers for the tender offer.

This announcement does not constitute an offer to buy or the solicitation of an offer to sell any securities in any jurisdiction or in any circumstances in which such offer or solicitation is unlawful.

About Frontier Communications

Frontier Communications Corporation (NASDAQ: FTR) offers voice, broadband, satellite video, wireless Internet data access, data security solutions, bundled offerings, specialized bundles for residential customers, small businesses and home offices and advanced business communications for medium and large businesses in 27 states. Frontier's approximately 15,500 employees are based entirely in the United States.

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