

WINDSTREAM CORP  
Form 8-K  
September 29, 2009  
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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): September 29, 2009**

**WINDSTREAM CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of

**001-32422**  
(Commission File Number)

**20-0792300**  
(I.R.S. Employer

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incorporation or organization)

Identification No.)

**4001 Rodney Parham Road, Little Rock, Arkansas**  
(Address of principal executive offices)

**(501) 748-7000**

**72212**  
(Zip Code)

Registrant's telephone number, including area code

N/A

(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:

- .. 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))

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**Item 8.01 Other Events.**

On September 29, 2009, Windstream Corporation ( Windstream ) issued a press release announcing its intention to seek the consent of its lenders to a Second Amended and Restated Credit Agreement (the Second Amendment and Restatement ) to amend and restate Windstream s Amended and Restated Credit Agreement, dated as of February 27, 2007, as amended (the Existing Agreement ). The Second Amendment and Restatement would amend and restate the Existing Agreement to, among other things, extend the maturities of the facilities, increase the interest rates on loans which have extended maturities and amend certain covenants to afford Windstream additional flexibility.

Windstream is proposing in the Second Amendment and Restatement that the maturities of its revolving facility and Tranche A loans be extended from July 2011 to July 2013. Windstream is also proposing that the maturity of Tranche B loans be extended from July 2013 to December 2015. Pursuant to the terms of the credit facilities, each lender must determine whether or not to extend the maturity of its individual loans.

The press release announcing commencement of the Second Amendment and Restatement is attached as Exhibit 99.1 and is incorporated by reference herein.

**Item 9.01 Exhibits.**

*(d) Exhibits*

**Exhibit**

<b>Number</b>	<b>Description</b>
99.1	Windstream Press Release dated September 29, 2009

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**SIGNATURE**

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

**WINDSTREAM CORPORATION**

By: /s/ JOHN P. FLETCHER  
Name: **John P. Fletcher**  
Title: **Executive Vice President and General Counsel**

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**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
99.1	Windstream Press Release dated September 29, 2009

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