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CENTURYTEL INC
Form 8-K
May 01, 2003

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) May 1, 2003

CenturyTel, Inc.

(Exact name of registrant as specified in its charter)

Louisiana
(State or other
jurisdiction of
incorporation)

1-7784
(Commission File
Number)

72-0651161
(IRS Employer
Identification No.)

100 CenturyTel Drive, Monroe, Louisiana
(Address of principal executive offices)

71203
(Zip Code)

Registrant's telephone number, including area code (318) 388-9000

ITEM 9. Information Furnished Under Item 12

In accordance with Securities and Exchange Commission Release No. 34-47583, the following information, which is intended to be furnished under Item 12, is instead being furnished under Item 9. All of this information, except for our forecasts for the upcoming quarter and for 2003 and except for our references to non-GAAP financial measures (as defined in Regulation G promulgated by the Securities and Exchange Commission), shall be deemed incorporated by reference into any registration statement heretofore or hereafter filed by us under the Securities Act of 1933, as amended, except to the extent that such incorporated information is superceded by information as of a subsequent date that is included in or incorporated by reference into any such registration statement. None of the following information shall be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended.

On May 1, 2003, we issued a press release announcing our first quarter 2003 consolidated operating results. More complete information on our operating results will be included in our Quarterly Report on Form 10-Q for the three months ended March 31, 2003, which we expect to file shortly with the Securities and Exchange Commission. The entire text of our May 1, 2003 press release is reproduced below:

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FOR IMMEDIATE RELEASE
May 1, 2003

FOR MORE INFORMATION CONTACT:
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tony.davis@centurytel.com

CenturyTel Reports Solid First Quarter Earnings; Raises 2003 EPS Guidance

Monroe, LA. . . CenturyTel, Inc. (NYSE Symbol: CTL) announces operating results for first quarter 2003.

- o Revenues from continuing operations increased 37.3% from first quarter 2002 to \$580.5 million, reported under generally accepted accounting principles (GAAP).
- o Earnings from continuing operations before interest, taxes, depreciation and amortization (EBITDA), excluding nonrecurring items, rose to \$297.8 million, an increase of 41.0%.
- o Net income, excluding nonrecurring items, grew 11.0% to \$80.7 million. Reported under GAAP, net income grew 18.6% to \$83.9 million.
- o Diluted earnings per share, excluding nonrecurring items, rose 9.8% to \$.56, while GAAP diluted earnings per share increased 16.0% to \$.58.
- o Free cash flow, excluding nonrecurring items, climbed to \$139.0 million from \$98.2 million.

First Quarter Highlights (1)

| (In thousands, except per share and customer amounts) | Quarter Ended 03/31/03 (2) | Quarter Ended 03/31/02 | % Change |
|--|-------------------------------|---------------------------|----------|
| Revenues from continuing operations | \$ 580,530 | \$ 422,918 | 37.3% |
| EBITDA from continuing operations | \$ 297,812 | \$ 211,276 (3) | 41.0% |
| Income from continuing operations | \$ 80,696 | \$ 45,067 (3) | 79.1% |
| Net Income | \$ 80,696 | \$ 72,717 | 11.0% |
| Diluted Earnings Per Share from continuing operations | \$.56 | \$.32 | 75.0% |
| Diluted Earnings Per Share | \$.56 | \$.51 | 9.8% |
| Average Diluted Shares Outstanding | 143,797 | 142,654 | 0.8% |
| Telephone Revenues | \$ 511,378 | \$ 372,731 | 37.2% |
| Other Operations Revenues | \$ 69,152 | \$ 50,187 | 37.8% |
| Telephone Access Lines | 2,407,152 | 1,795,769 | 34.0% |
| Long Distance Customers | 689,499 | 515,376 | 33.8% |

- (1) These results include adjustments for nonrecurring items and other non-GAAP financial measures. A reconciliation of these items to comparable GAAP measures is included in the attached financial schedules.
- (2) Reflects the acquisition of access lines in third quarter 2002 that generated approximately \$126 million of telephone revenues during first quarter 2003.
- (3) Includes corporate overheads previously allocated to discontinued operations.

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"The execution of our pure-play wireline strategy continues to produce solid results as reflected in the 11% growth in net income, excluding nonrecurring items, over the first quarter of 2002," Glen F. Post, III, chairman and chief executive officer, said. "These results affirm the steady demand for communications services and growth opportunities that exist in our rural and small-to-mid-size market areas."

Consolidated revenues from continuing operations rose 37.3% to \$580.5 million from \$422.9 million. EBITDA from continuing operations, excluding nonrecurring items, grew 41.0% to \$297.8 million from \$211.3 million. CenturyTel achieved a consolidated EBITDA margin, excluding nonrecurring items, of 51.3% during the quarter versus 50.0% in first quarter 2002. Net income from continuing operations for the quarter, excluding nonrecurring items, increased 79.1% to \$80.7 million from \$45.1 million in first quarter 2002, primarily due to contributions from the properties acquired from Verizon in third quarter 2002. Diluted earnings per share from continuing operations, excluding nonrecurring items, increased 75.0% to \$.56 from \$.32.

Telephone revenues for first quarter reached \$511.4 million, a 37.2% increase over the \$372.7 million in first quarter 2002. Increases in telephone revenues and telephone operating expenses were primarily due to the Verizon acquisitions in third quarter 2002. In our legacy markets, growth in vertical services and interstate revenues more than offset declines in intrastate access and toll revenues. Telephone operating income, excluding nonrecurring items, increased 41.9% to \$167.4 million from \$118.0 million, and telephone EBITDA, excluding nonrecurring items, rose 35.4% to \$280.7 million from \$207.3 million a year ago. CenturyTel's first quarter telephone EBITDA margin, excluding nonrecurring items, was 54.9% while the operating income margin, excluding nonrecurring items, was 32.7%.

Other operations revenues grew 37.8% to \$69.2 million during first quarter 2003, compared with \$50.2 million in first quarter 2002. CenturyTel's long distance revenues increased 33.8% to \$42.6 million. CenturyTel now serves more than 689,000 long distance customers and more than 60,000 DSL customers, adding more than 40,700 and more than 7,700 customers, respectively, during the quarter. Internet revenues increased 43.5% to \$18.0 million in first quarter 2003 from \$12.6 million in first quarter 2002. Internet operating income was \$353,000 for the quarter compared to \$1.4 million in operating losses for the first quarter 2002. CenturyTel CLEC revenues were \$4.5 million, an increase of 127.2% over first quarter 2002, primarily due to the acquisition of CLEC operations in February 2002.

"Continued solid growth in long distance customers, record DSL customer additions and continued growth in enhanced calling features penetration this quarter reflect good customer response to our advanced product and service offerings," Post said.

For first quarter 2003, CenturyTel reported, under generally accepted accounting principles (GAAP), consolidated revenues of \$580.5 million, a 37.3% increase from \$422.9 million in first quarter 2002. The Company reported an 18.6% increase in net income to \$83.9 million and a 16.0% increase in diluted earnings per share reaching \$.58, compared to \$70.8 million and \$.50 per diluted share, respectively, in first quarter 2002. Net income in first quarter 2003 includes a nonrecurring \$5.0 million pre-tax favorable adjustment related to the partial recovery of amounts previously written off in connection with the WorldCom bankruptcy. Net income in first quarter 2002 includes a nonrecurring \$3.0 million pre-tax unfavorable charge related to advisory and consulting fees.

For the second quarter 2003, CenturyTel expects total revenues of \$575 to \$590 million and diluted earnings per share of \$.51 to \$.56. For the full year 2003, diluted earnings per share is expected to be in the range of \$2.14 to

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\$2.22. This increase in full year 2003 EPS guidance is driven by higher revenues, successful cost and resource management and lower depreciation expense in acquired properties than previously anticipated.

These outlook figures are presented on a GAAP basis, excluding non-recurring items and the potential impact of any future mergers, acquisitions, divestitures or other similar business transactions.

Reconciliation to GAAP. This release includes certain non-GAAP financial measures, including but not limited to EBITDA, free cash flow and adjustments to GAAP measures to exclude the effect of nonrecurring items. In addition to providing key metrics for management to evaluate the company's performance, we believe these measurements assist readers in their understanding of period-to-period operating performance. Reconciliations of non-GAAP financial measures to the most comparable GAAP measures are included in the attached financial statements. Reconciliation of additional non-GAAP financial measures that may be discussed during the earnings call described below will be available on the Company's Web site at www.centurytel.com.

In addition to historical information, this release includes certain forward-looking statements, estimates and projections that are based on current expectations only, and are subject to a number of risks, uncertainties and assumptions, many of which are beyond the control of the Company. Actual events and results may differ materially from those anticipated, estimated or projected if one or more of these risks or uncertainties materialize, or if underlying assumptions prove incorrect. Factors that could affect actual results include but are not limited to: the Company's ability to effectively manage its growth, including integrating newly-acquired businesses into the Company's operations, hiring adequate numbers of qualified staff and successfully upgrading its billing and other information systems; the risks inherent in rapid technological change; the effects of ongoing changes in the regulation of the communications industry; the effects of greater than anticipated competition in the Company's markets; possible changes in the demand for, or pricing of, the Company's products and services; the Company's ability to successfully introduce new product or service offerings on a timely and cost-effective basis; the Company's ability to collect its receivables from financially troubled communications companies; and the effects of more general factors such as changes in interest rates, in general market or economic conditions or in legislation, regulation or public policy. These and other uncertainties related to the Company's business are described in greater detail in the Company's Annual Report on Form 10-K for the year ended December 31, 2002. The information contained in this release is as of May 1, 2003. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this release. The Company undertakes no obligation to update any of its forward-looking statements for any reason.

As previously announced, CenturyTel's management will host a conference call at 10:30 a.m. Central time today. Interested parties can access the call by dialing 800.346.2923. The call will be accessible for replay by calling 800.332.6854 and entering the conference-id number: 3383. Investors can also listen to CenturyTel's earnings conference call and replay by accessing the Company's Web site at www.centurytel.com.

CenturyTel, Inc. provides communications services including local, long distance, Internet access and data services to more than 3 million customers in 22 states. The company, headquartered in Monroe, Louisiana, is publicly traded on the New York Stock Exchange under the symbol CTL, and is included in the S&P 500 Index. CenturyTel is the 8th largest local exchange telephone company, based on access lines, in the United States. Visit CenturyTel's corporate Web site at www.centurytel.com.

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CENTURYTEL, INC.
CONSOLIDATED STATEMENTS OF INCOME
THREE MONTHS ENDED MARCH 31, 2003 AND 2002
(UNAUDITED)

| In thousands, except per share amounts | Three months ended March 31, 2003 | | | Three months ended March 31, 2002 | | |
|---|-----------------------------------|------------------------------------|--|-----------------------------------|------------------------------------|--|
| | As reported | Less non- recurring items | As adjusted excluding non- recurring items | As reported | Less non- recurring items | As adjusted excluding non- recurring items |
| TELEPHONE OPERATIONS | | | | | | |
| Operating revenues | | | | | | |
| Local service | \$ 187,384 | - | 187,384 | 123,877 | - | 123,877 |
| Network access | 277,981 | - | 277,981 | 216,576 | - | 216,576 |
| Other | 46,013 | - | 46,013 | 32,278 | - | 32,278 |
| | 511,378 | - | 511,378 | 372,731 | - | 372,731 |
| Operating expenses | | | | | | |
| Plant operations | 122,538 | - | 122,538 | 91,086 | - | 91,086 |
| Customer operations | 40,724 | - | 40,724 | 29,938 | - | 29,938 |
| Corporate and other | 62,454 | (4,959) (1) | 67,413 | 44,396 | - | 44,396 |
| Depreciation and amortization | 113,287 | - | 113,287 | 89,343 | - | 89,343 |
| | 339,003 | (4,959) | 343,962 | 254,763 | - | 254,763 |
| Telephone operating income | 172,375 | 4,959 | 167,416 | 117,968 | - | 117,968 |
| OTHER OPERATIONS | | | | | | |
| Operating revenues | | | | | | |
| Long distance | 42,560 | - | 42,560 | 31,817 | - | 31,817 |
| Internet | 18,026 | - | 18,026 | 12,561 | - | 12,561 |
| Other | 8,566 | - | 8,566 | 5,809 | - | 5,809 |
| | 69,152 | - | 69,152 | 50,187 | - | 50,187 |
| Operating expenses | | | | | | |
| Cost of sales and other | 52,043 | - | 52,043 | 41,424 | - | 41,424 |
| Depreciation and amortization | 4,711 | - | 4,711 | 2,884 | - | 2,884 |
| | 56,754 | - | 56,754 | 44,308 | - | 44,308 |
| Other operating income | 12,398 | - | 12,398 | 5,879 | - | 5,879 |
| Corporate overhead costs allocable to discontinued operations | - | - | - | (4,798) | - | (4,798) |

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| | | | | | |
|---|-----------|---------|----------|----------|---------|
| TOTAL OPERATING INCOME | 184,773 | 4,959 | 179,814 | 119,049 | - |
| OTHER INCOME (EXPENSE) | | | | | |
| Interest expense | (55,592) | - | (55,592) | (50,648) | - |
| Income from unconsolidated cellular entity | 1,569 | - | 1,569 | 400 | - |
| Other income and expense | (932) | - | (932) | (2,268) | (3,000) |
| Income tax expense | (45,899) | (1,736) | (44,163) | (23,416) | 1,050 |
| | ----- | | ----- | | ----- |
| INCOME FROM CONTINUING OPERATIONS | 83,919 | 3,223 | 80,696 | 43,117 | (1,950) |
| DISCONTINUED OPERATIONS, NET OF TAX | - | - | - | 27,650 | - |
| | ----- | | ----- | | ----- |
| NET INCOME | \$ 83,919 | 3,223 | 80,696 | 70,767 | (1,950) |
| | ===== | | ===== | | ===== |
| BASIC EARNINGS PER SHARE | | | | | |
| From continuing operations | \$ 0.59 | 0.02 | 0.56 | 0.30 | (0.01) |
| From discontinued operations | \$ - | - | - | 0.20 | - |
| Basic earnings per share | \$ 0.59 | 0.02 | 0.56 | 0.50 | (0.01) |
| DILUTED EARNINGS PER SHARE | | | | | |
| From continuing operations | \$ 0.58 | 0.02 | 0.56 | 0.30 | (0.01) |
| From discontinued operations | \$ - | - | - | 0.19 | - |
| Diluted earnings per share | \$ 0.58 | 0.02 | 0.56 | 0.50 | (0.01) |
| SHARES OUTSTANDING | | | | | |
| Basic | 142,901 | | 142,901 | 141,051 | |
| Diluted | 143,797 | | 143,797 | 142,654 | |
| DIVIDENDS PER COMMON SHARE | \$ 0.0550 | | 0.0550 | 0.0525 | |

NONRECURRING ITEMS

- (1) - Partial recovery of amounts previously written off in connection with WorldCom bankruptcy.
- (2) - Tax effect of item (1).
- (3) - Costs to defend unsolicited takeover proposal.
- (4) - Tax effect of item (3).

CENTURYTEL, INC.
CONSOLIDATED BALANCE SHEETS
MARCH 31, 2003 AND DECEMBER 31, 2002
(UNAUDITED)

MAR. 31 DEC. 31,
2003 2002

(in thousands)

ASSETS

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CENTURYTEL, INC.
RECONCILIATION OF NON-GAAP FINANCIAL MEASURES
(UNAUDITED)

| | Three months ended March 31, 2003 | | | Three |
|--|-----------------------------------|--------------------------|---|-----------|
| | As reported | Less non-recurring items | As adjusted excluding non-recurring items | As report |
| EBITDA (1) from continuing operations and EBITDA margin | | | | |
| Operating income | \$ 184,773 | 4,959 (2) | 179,814 | 119,0 |
| Add: Depreciation and amortization | 117,998 | - | 117,998 | 92,2 |
| EBITDA from continuing operations | \$ 302,771 | 4,959 | 297,812 | 211,2 |
| Revenues from continuing operations | | | | |
| | \$ 580,530 | - | 580,530 | 422,9 |
| Consolidated EBITDA margin (EBITDA divided by revenues) | | | | |
| | 52.2% | | 51.3% | 50 |
| Telephone EBITDA, operating income margin and EBITDA margin | | | | |
| Telephone operating income | \$ 172,375 | 4,959 (2) | 167,416 | 117,9 |
| Add: Depreciation and amortization | 113,287 | - | 113,287 | 89,3 |
| Telephone EBITDA | \$ 285,662 | 4,959 | 280,703 | 207,3 |
| Telephone revenues | | | | |
| | \$ 511,378 | - | 511,378 | 372,7 |
| Telephone operating income margin (operating income divided by revenues) | | | | |
| | 33.7% | | 32.7% | 31 |
| Telephone EBITDA margin (EBITDA divided by revenues) | | | | |
| | 55.9% | | 54.9% | 55 |
| Other Operations EBITDA, operating income margin and EBITDA margin | | | | |
| Other Operations operating income | \$ 12,398 | - | 12,398 | 5,8 |
| Add: Depreciation and amortization | 4,711 | - | 4,711 | 2,8 |
| Other Operations EBITDA | \$ 17,109 | - | 17,109 | 8,7 |

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| | | | | |
|--|------------|-----------|----------|-------|
| | ===== | ===== | ===== | ===== |
| Other Operations revenues | \$ 69,152 | - | 69,152 | 50,1 |
| | ===== | ===== | ===== | ===== |
| Other Operations operating income margin (operating income divided by revenues) | 17.9% | | 17.9% | 11 |
| | ===== | | ===== | ===== |
| Other Operations EBITDA margin (EBITDA divided by revenues) | 24.7% | | 24.7% | 17 |
| | ===== | | ===== | ===== |
| Free cash flow | | | | |
| Net income | \$ 83,919 | 3,223 (2) | 80,696 | 70,7 |
| Add: Depreciation and amortization (4) | 117,998 | - | 117,998 | 105,1 |
| Less: Capital expenditures (4) | (59,669) | - | (59,669) | (79,6 |
| | ----- | ----- | ----- | ----- |
| Free cash flow | \$ 142,248 | 3,223 | 139,025 | 96,2 |
| | ===== | ===== | ===== | ===== |
| Free cash flow | \$ 142,248 | | | 96,2 |
| Income from discontinued operations, net of tax | - | | | (27,6 |
| Less: depreciation and amortization of discontinued operations | - | | | (12,8 |
| Income from unconsolidated cellular entity | (1,569) | | | (4 |
| Deferred income taxes | 9,502 | | | 14,6 |
| Changes in current assets and current liabilities | 104,926 | | | 66,8 |
| Increase in other noncurrent assets | (6,751) | | | (5,1 |
| Increase in other noncurrent liabilities | 3,739 | | | 2,3 |
| Other, net | 7,537 | | | 4,2 |
| Add: capital expenditures | 59,669 | | | 79,6 |
| | ----- | | | ----- |
| Net cash provided by operating activities from continuing operations | \$ 319,301 | | | 217,9 |
| | ===== | | | ===== |

(1) Earnings before interest, taxes, depreciation and amortization

(2) Partial recovery of amounts previously written off in connection with WorldCom bankruptcy (presented on both a pre-tax and after-tax basis)

(3) Costs to defend unsolicited takeover proposal, net of taxes

(4) Includes discontinued operations for 2002

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 thereunto duly authorized.

CenturyTel, Inc.

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May 1, 2003

By: /s/ Neil A. Sweasy

Neil A. Sweasy
Vice President and Controller