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July 29, 2010

William H. Weinman
Assistant Director, Telecommunications Division
Washington Utilities and Transportation Commission
1300 South Evergreen Park Drive SW
P.O. Box 47250
Olympia, Washington 98504-7250

RE: Docket No. UT-090842

Dear Mr. Weinman:

On April 16, 2010 the Washington Utilities and Transportation Commission ("WUTC") issued a Final Order Approving and Adopting, Subject to Conditions, Multiparty Settlement Agreements and Authorizing Transaction ("Approval Order"). The Approval Order included a number of conditions which the Commission attached to that Approval.

One of those conditions required that, "Within 30 days after the close of the transaction, Frontier Communications Northwest, Inc. must notify the Commission Staff of the Frontier post-transaction consolidated Net Debit/EBITDA and the price per share used to determine transaction shares and the calculation of the share price." (Attachment 1, Condition 6.)

Enclosed with this letter, Frontier provides in "Attachment A" the calculation of proforma Net Debt/EBITDA reflecting the most currently available EBITDA (for the 12 months ended March 31, 2010), Frontier's net debt (as of March 31, 2010), and "Spinco" debt and cash transferred to Frontier Communications Corporation. The proforma Net Debt/EBITDA ratio was 2.7. Frontier will update this calculation to June 30, 2010 (the beginning balance at transaction) when this information becomes available near the end of Third Quarter 2010.

The number of shares issued to Verizon shareholders was 678,530,386. Enclosed as "Attachment B" is the calculation of the \$7.73 share price that served as the basis for the issuance of shares to Verizon shareholders.

If you have any questions, please contact me.

Sincerely,

A handwritten signature in black ink that reads "Helen M. Hall". The signature is written in a cursive style with a large, stylized initial "H".

Helen M. Hall
Director, Government Relations
1800 41st Street
Everett, Washington 98201
Tel: 425-261-5844
Helen.Hall@FTR.com

NOTES:

Adjusted EBITDA as disclosed in quarterly earnings releases

LTM

1Q10

4Q09

3Q09

2Q09

1Q09

1Q10

FY 2009

1Q10

\$1,141.8

FTR Adjusted EBITDA

\$287.9

\$288.4

\$287.7

\$284.9

\$280.7

\$476.0

\$476.0

\$1,767.0

\$52.0

\$1,819.0

\$406.0

\$406.0

\$1,749.0

\$2,890.8

SpinCo EBITDA

Non-Cash Pension & OPEB Exp

SpinCo Adjusted EBITDA

EBITDA as adjusted in SpinCo income statements filed with the SEC
Adjustment as made in High Yield offering and our Investor Deck 8-K

Pro Forma FTR Adjusted EBITDA

FTR

Total Debt

Cash

Net Debt

\$4,803.7

\$331.1

\$4,472.6

FTR Gross Debt from March 31, 2010 10-Q

FTR Cash from March 31, 2010 10-Q

Spinco

Total Debt

Cash

Net Debt

\$3,450.0

\$53.0

\$3,397.0

As calculated for High Yield offering and our Investor Deck 8-K. \$3.2B+\$200+\$50 debt.
As calculated for High Yield offering and our Investor Deck 8-K. \$3.136B Notes less \$3.333 payment less
\$250 Spinco debt.

Total Net Debt

\$7,869.6

Net Debt / Adjusted EBITDA

2.7

Frontier Communications
Calculation of Share Price for
Issuance of Stock to Verizon Shareholders

| | | | |
|----------------|--------------|-------|-----------|
| VERIZON | (millions) | | |
| Outstanding | 2,967.6 | | |
| Treasury | <u>140.9</u> | | |
| Total | 2,826.7 | as of | 3/31/2010 |

| | | | | |
|-------------------|-------------------|-------|----------|--------------------|
| FRONTIER | | | | |
| Outstanding | 313.391000 | as of | 5/3/2010 | 31.6 % FTR Holders |
| FTR Shares issued | <u>678.530386</u> | | | 68.4 % VZ Holders |
| Total | 991.9 | | | |

| | |
|------------|-------|
| FTR / VZ | 0.240 |
| VZ for FTR | 4.166 |

| Date | % Chg | Price | Volume (000s) | Weight | Div Adj | Adjusted Price |
|--------------|--------|---------------|--------------------|----------------|----------|-------------------|
| 6/28/2010 | (0.9)% | \$7.48 | 6,159,770 | 3.8 % | | \$7.48 |
| 6/25/2010 | (0.7)% | \$7.55 | 3,564,566 | 2.2 % | | \$7.55 |
| 6/24/2010 | 0.4 % | \$7.60 | 4,640,910 | 2.9 % | | \$7.60 |
| 6/23/2010 | (1.6)% | \$7.57 | 5,236,223 | 3.3 % | | \$7.57 |
| 6/22/2010 | (2.2)% | \$7.69 | 7,769,578 | 4.8 % | | \$7.69 |
| 6/21/2010 | 0.4 % | \$7.86 | 2,752,795 | 1.7 % | | \$7.86 |
| 6/18/2010 | (1.4)% | \$7.83 | 4,897,416 | 3.0 % | | \$7.83 |
| 6/17/2010 | 0.3 % | \$7.94 | 6,422,804 | 4.0 % | | \$7.94 |
| 6/16/2010 | (2.3)% | \$7.92 | 4,369,108 | 2.7 % | | \$7.92 |
| 6/15/2010 | 2.1 % | \$8.11 | 3,206,847 | 2.0 % | | \$8.11 |
| 6/14/2010 | 1.1 % | \$7.94 | 5,314,476 | 3.3 % | | \$7.94 |
| 6/11/2010 | 0.4 % | \$7.85 | 3,948,863 | 2.5 % | | \$7.85 |
| 6/10/2010 | 0.5 % | \$7.82 | 5,721,043 | 3.6 % | | \$7.82 |
| 6/9/2010 | 0.4 % | \$7.78 | 5,494,970 | 3.4 % | | \$7.78 |
| 6/8/2010 | (0.9)% | \$7.75 | 7,992,898 | 5.0 % | | \$7.75 |
| 6/7/2010 | (6.2)% | \$7.82 | 8,270,404 | 5.1 % | | \$7.82 |
| 6/4/2010 | 0.8 % | \$8.34 | 6,772,553 | 4.2 % | (\$0.25) | \$8.09 |
| 6/3/2010 | 1.5 % | \$8.27 | 5,935,367 | 3.7 % | (\$0.25) | \$8.02 |
| 6/2/2010 | 3.0 % | \$8.15 | 7,227,674 | 4.5 % | (\$0.25) | \$7.90 |
| 6/1/2010 | (0.5)% | \$7.91 | 6,756,285 | 4.2 % | (\$0.25) | \$7.66 |
| 5/28/2010 | 0.9 % | \$7.95 | 3,622,788 | 2.3 % | (\$0.25) | \$7.70 |
| 5/27/2010 | 0.9 % | \$7.88 | 4,212,672 | 2.6 % | (\$0.25) | \$7.63 |
| 5/26/2010 | 1.0 % | \$7.81 | 4,932,329 | 3.1 % | (\$0.25) | \$7.56 |
| 5/25/2010 | (1.4)% | \$7.73 | 7,328,377 | 4.6 % | (\$0.25) | \$7.48 |
| 5/24/2010 | 1.7 % | \$7.84 | 3,477,631 | 2.2 % | (\$0.25) | \$7.59 |
| 5/21/2010 | (0.3)% | \$7.71 | 5,251,956 | 3.3 % | (\$0.25) | \$7.46 |
| 5/20/2010 | (2.5)% | \$7.73 | 6,617,140 | 4.1 % | (\$0.25) | \$7.48 |
| 5/19/2010 | 0.9 % | \$7.93 | 4,020,351 | 2.5 % | (\$0.25) | \$7.68 |
| 5/18/2010 | 0.0 % | \$7.86 | 4,385,285 | 2.7 % | (\$0.25) | \$7.61 |
| 5/17/2010 | | \$7.86 | 4,655,005 | 2.9 % | (\$0.25) | \$7.61 |
| Total | | \$7.85 | 160,958,084 | 100.0 % | | \$7.73 |

Source: NYSE Euronext, Composite Price History, Volume
<https://www.nysenet.com/nysenet-web/pricehistory/compositePriceHistory.do>