

QWEST CORPORATION
ANNUAL SECURITIES TRANSACTION REPORT
REPORT OF SECURITIES ISSUED DURING 2007

| | |
|---------------------------------|---|
| Face Amount | \$500,000,000 |
| Price to Investors | 100.000% |
| Premium/(Discount) to Investors | \$0 |
| Gross Proceeds | \$500,000,000 |
| Transaction | Sold to Qualified Institutional Buyers under Rule 144A/Reg S with Registration Rights (Private Placement) |
| Security Type | Senior Note |
| Coupon Rate (%) | 6.50% |
| Coupon Dates | June 1 and December 1 |
| Term Years (30/360 Basis) | 10 |
| Mandatory Redemption | None |
| Optional Redemption | Make-whole call @ T+50bps |
| Trade Date | 05/02/2007 |
| Settlement Date | 05/16/2007 |
| Maturity Date | 06/01/2017 |
| First Coupon Payment | 12/01/2007 |
| Joint Bookrunners | JPMorgan Bank of America Securities LLC Merrill Lynch & Co. |
| Co-Managers | Citigroup Deutsche Bank Securities Lehman Brothers |
| Fees (Rate) | 1.25% |
| Fees (\$) | \$6,250,000 |
| Net Proceeds to Company | \$493,750,000 |
| <u>Miscellaneous Expenses</u> | |
| SEC Registration Fee | None |
| Legal | \$107,740 |
| Accounting | \$75,000 |
| Rating Agency | \$50,000 |
| Other | \$29,391 |
| Total Miscellaneous Expenses | \$262,131 |
| Net Proceeds Realized | \$493,487,869 |
| Net Proceeds as a % of Face | 98.7% |
| All-In Cost of Debt | 6.68% |