

+THE COMPANY IS NOT PROVIDING ANY PHYSICAL MATERIAL FOR MAILING. THUS, NO MAILING WILL BE MADE TO HOLDERS. WE URGE YOU TO CONTACT YOUR CLIENTS. IF YOU QUALIFY AND WISH TO RECEIVE AN ELECTRONIC COPY OF THE DOCUMENTS, PLEASE SEND A SERVICE CENTER TO CORPORATE ACTIONS, VOLUNTARY OFFER, EXPIRING.

+THE BELOW TERMS ARE NOT A FULL REPRESENTATION OF THE OFFER TERMS. FOR FULL DETAILS WE STRONGLY ENCOURAGE HOLDERS TO REVIEW THE OFFERING DOCUMENTS.

+QWEST INTENDS TO DELIST THE OLD QWEST NOTES FROM THE NYSE, DEREGISTER THE OLD QWEST NOTES AND TO CEASE FILING REPORTS WITH THE SEC.

+++NOTE: THIS OFFER INCLUDES A SOLICITATION FEE. REQUESTS FOR PAYMENT OF SOLICITATION FEES MUST BE SUBMITTED TO PERSHING VIA SERVICE CENTER ON A SOLICITATION FEE PAYMENT REQUEST FORM NO LATER THAN 9:00 AM. ON THE FIRST BUSINESS DAY PRIOR TO THE EXPIRATION DATE. REQUESTS MUST BE SUBMITTED THROUGH SERVICE CENTER TO: CORPORATE ACTIONS, VOLUNTARY, OFFER EXPIRING, INSTRUCTION. USE THE SOLICITATION FEE PAYMENT REQUEST FORM. NO SOLICITATION FEE WILL BE PAID ON REQUESTS RECEIVED AFTER THIS TIME. NO SOLICITATION FEE WILL BE PAID ON REQUESTS SUBMITTED ON AN IMPROPERLY COMPLETED SOLICITATION FEE PAYMENT REQUEST FORM. ELECTRONIC COPIES OF THE COMPLETED SOLICITATION FEE FORM CAN BE OBTAINED FROM THE LISTED AGENT AND ARE INCLUDED IN THE OFFERING DOCUMENTS AT THE URL PROVIDED IN THOSE DOCUMENTS. BY SUBMITTING A COMPLETED SOLICITATION FEE PAYMENT REQUEST FORM YOU ARE REPRESENTING THAT THE INDIVIDUAL COMPLETING SUCH FORM IS A REGISTERED EMPLOYEE OF YOUR FIRM, AND THAT SUCH REPRESENTATIVE PERSONALLY SOLICITED THE INVITATION FROM YOUR FIRM'S RETAIL CUSTOMER AND, WITH RESPECT TO ANY TENDER INVITATION, SUCH REPRESENTATIVE HAS REVIEWED THIS TRANSACTION WITH THEIR CUSTOMER, AND ON BEHALF OF THEIR FIRM, SUCH REPRESENTATIVE REQUESTS PAYMENT OF THE RESULTING SOLICITATION FEE. PLEASE PROVIDE SUNDRY ACCOUNT NUMBER TO BE CREDITED.

+THE FOLLOWING JURISDICTIONS MAY BE SUBJECT TO CERTAIN RESTRICTIONS AS DESCRIBED IN THE OFFER DOCUMENT: EEA, UNITED KINGDOM, CANADA, HONG KONG, JAPAN, SINGAPORE, SWITZERLAND, SOUTH KOREA, TAIWAN, UNITED ARAB EMIRATES

+EARLY PARTICIPATION DATE: 5/8/26. EXPIRATION DATE: 5/26/26

+TENDER OF OLD QWEST NOTES (AND CORRESPONDING CONSENTS THERETO) WILL BE ACCEPTED ONLY IN MINIMUM DENOMINATIONS OF USD 25 AND INTEGRAL MULTIPLES OF USD 25 IN EXCESS THEREOF.

+QWEST CORPORATION IS OFFERING TO EXCHANGE ANY AND ALL VALIDLY

TENDERED AND ACCEPTED OF VARIOUS OF ITS OUTSTANDING SERIES OF NOTES OF WHICH THE ABOVE NOTES IS ONE, FOR NOTES TO BE ISSUED BY QWEST AND TO BE FULLY AND UNCONDITIONALLY GUARANTEED ON AN UNSECURED BASIS BY LUMEN TECHNOLOGIES, INC. (THE 'GUARANTOR'). EACH NEW SERIES OF NEW QWEST NOTES WILL HAVE THE SAME INTEREST RATES, MATURITY DATES, REDEMPTION PRICES AND INTEREST PAYMENT DATES AS THE CORRESPONDING SERIES OF OLD QWEST NOTES FOR WHICH THEY ARE BEING OFFERED IN EXCHANGE.

+IN EXCHANGE FOR EACH NOTE (OR UNIT) PER USD 25 PRINCIPAL AMOUNT OF OLD QWEST NOTES THAT IS VALIDLY TENDERED PRIOR THE EARLY PARTICIPATION DATE, AND NOT VALIDLY WITHDRAWN, HOLDERS WILL BE ELIGIBLE TO RECEIVE THE EARLY EXCHANGE CONSIDERATION, CONSISTING OF USD 25 PRINCIPAL AMOUNT OF THE CORRESPONDING NEW QWEST NOTES (INCLUDING THE EARLY PARTICIPATION PREMIUM, WHICH CONSISTS OF USD 0.75 PRINCIPAL AMOUNT OF THE CORRESPONDING NEW QWEST NOTES) AND (II) A CASH PAYMENT OF USD 0.0625 (AN 'EARLY CONSENT FEE').

+IN EXCHANGE FOR EACH NOTE (OR UNIT) PER USD 25 PRINCIPAL AMOUNT OF THE OLD QWEST NOTES THAT IS VALIDLY TENDERED AFTER THE EARLY PARTICIPATION DATE BUT PRIOR TO THE EXPIRATION DATE AND NOT VALIDLY WITHDRAWN, HOLDERS WILL BE ELIGIBLE TO RECEIVE ONLY THE EXCHANGE CONSIDERATION, WHICH IS EQUAL TO THE EARLY EXCHANGE CONSIDERATION LESS THE EARLY PARTICIPATION PREMIUM AND LESS THE EARLY CONSENT FEE, AND SO CONSISTS OF USD 24.25 PRINCIPAL AMOUNT OF THE NEW QWEST NOTES.

+CONCURRENTLY WITH THE EXCHANGE OFFERS, QWEST IS ALSO SOLICITING CONSENTS FROM EACH HOLDER OF THE OLD QWEST NOTES TO CERTAIN PROPOSED AMENDMENTS TO THE INDENTURE, DATED AS OF OCTOBER 15, 1999. BY TENDERING YOUR OLD QWEST NOTES FOR EXCHANGE, YOU WILL BE DEEMED TO HAVE VALIDLY DELIVERED YOUR CONSENT TO ALL THE PROPOSED AMENDMENTS TO THE OLD QWEST INDENTURE(S) UNDER WHICH THOSE OLD QWEST NOTES WERE ISSUED WITH RESPECT TO THAT SPECIFIC SERIES, AS FURTHER DESCRIBED IN THE OFFER DOCUMENT.

+IN ORDER FOR THE PROPOSED AMENDMENTS TO AN OLD QWEST INDENTURE TO BE ADOPTED, RECEIPT OF VALID CONSENTS TO THE PROPOSED AMENDMENTS FROM THE HOLDERS OF AT LEAST A MAJORITY OF THE OUTSTANDING AGGREGATE PRINCIPAL AMOUNT OF THE SERIES OF THE OLD QWEST NOTES RELATED TO SUCH OLD QWEST INDENTURE, VOTING AS SEPARATE SERIES (THE 'REQUISITE CONSENTS'), MUST BE RECEIVED PRIOR TO THE EXPIRATION DATE FOR THE EXCHANGE OFFER. RECEIPT OF THE REQUISITE CONSENTS IS NOT A CONDITION TO THE CONSUMMATION OF THE EXCHANGE OFFERS.

+QWEST WILL PAY A SOLICITING DEALER FEE OF USD 0.03 FOR EACH NOTE (OR UNIT) PER USD 25 PRINCIPAL AMOUNT OF THE OLD QWEST NOTES THAT ARE VALIDLY TENDERED PRIOR TO THE EXPIRATION DATE AND NOT VALIDLY WITHDRAWN TO RETAIL BROKERS THAT ARE APPROPRIATELY DESIGNATED BY THEIR TENDERING HOLDER CLIENTS TO RECEIVE THIS FEE, PROVIDED THAT SUCH FEE WILL ONLY BE PAID WITH RESPECT TO TENDERS BY HOLDERS WHOSE AGGREGATE PRINCIPAL AMOUNT OF THE OLD QWEST NOTES IS USD 250,000 OR LESS. SEE OFFER DOCUMENT FOR FULL DETAILS. TO EXCHANGE AND CONSENT, ENTER INSTRUCTIONS VIA MASS ELECTIONS BY SELECTING 'POSITIONS' UNDER EXCHANGE OFFER AND INSTRUCTING 'OPTION 1'. IF YOU DO NOT WISH TO PARTICIPATE, NO INSTRUCTION IS REQUIRED. THE DEFAULT OPTION OF 'NO ACTION' WILL BE APPLIED.