

NOTICE OF GUARANTEED DELIVERY



with respect to the Offers to Purchase for Cash
Any and All of the Outstanding \$5.4 Billion Aggregate Principal Amount of
Notes Listed in the Table Below
pursuant to the Offer to Purchase, dated September 26, 2022

Issuer and Offeror	Title of Notes	CUSIP Number(s)/ISIN ⁽¹⁾	Aggregate Principal Amount Outstanding
Lumen Technologies, Inc.	6.750% Senior Notes, Series W, due 2023	156700AX4 / US156700AX46	\$750,000,000
Lumen Technologies, Inc.	7.500% Senior Notes, Series Y, due 2024	156700BA3 / US156700BA34	\$982,057,000
Lumen Technologies, Inc.	5.625% Senior Notes, Series X, due 2025	156700AZ9 / US156700AZ93	\$500,000,000
Lumen Technologies, Inc.	7.200% Senior Notes, Series D, due 2025	156686AJ6 / US156686AJ67	\$100,000,000
Lumen Technologies, Inc.	5.125% Senior Notes due 2026	156700BB1 & U1566PAB1 / US156700BB17	\$1,238,528,000
Lumen Technologies, Inc.	6.875% Debentures, Series G, due 2028	156686AM9 / US156686AM96	\$425,000,000
Lumen Technologies, Inc.	5.375% Senior Notes due 2029	550241AA1 & U54985AA1 / US550241AA19	\$1,000,000,000
Embarq Florida, Inc.	7.125% Senior Notes due 2023	913026AU4 / US913026AU40	\$73,398,000
Embarq Florida, Inc.	8.375% Senior Notes due 2025	913026AT7 / US913026AT76	\$63,547,000
Qwest Capital Funding, Inc.	6.875% Senior Notes due 2028	912912AQ5 / US912912AQ52	\$112,328,000
Qwest Capital Funding, Inc.	7.750% Senior Notes due 2031	74913EAJ9, 74913EAG5 & U74902AD6 / US74913EAJ91	\$142,423,000

(1) No representation is made as to the correctness or accuracy of the CUSIP numbers/ISINs listed in the table above. They are provided solely for convenience.

Each Offer will expire at 5:00 p.m., New York City time, on September 30, 2022, or any other date and time to which we extend such Offer (such date and time, as it may be extended, the “Expiration Time”), unless earlier terminated. Holders must validly tender (and not validly withdraw) their Notes or deliver this Notice of Guaranteed Delivery (properly completed and duly executed) at or prior to the Expiration Time to be eligible to receive the applicable Tender Consideration and Accrued Interest for such Notes. Tenders of Notes may be validly withdrawn at or prior to, but not after, 5:00 p.m., New York City time, on September 30, 2022 (such date and time, as it may be extended, the “Withdrawal Deadline”). Each Offer is subject to the satisfaction of certain conditions as set forth in the Offer to Purchase, including but not limited to the Divestiture Condition.

As set forth in the Offer to Purchase, dated September 26, 2022 (as the same may be amended or supplemented from time to time, the “Offer to Purchase”), of Lumen Technologies, Inc., a Louisiana corporation (the “Company” or “Lumen”) and its indirect, wholly-owned subsidiaries Embarq Florida, Inc., a Florida corporation (“Embarq Florida”), and Qwest Capital Funding, Inc., a Colorado corporation (“QCF”), under the caption “Terms of the Offers—Procedures for Tendering Notes,” this Notice of Guaranteed Delivery (the “Notice of Guaranteed Delivery”), or one substantially in the form hereof, must be used to tender (i) Lumen’s 6.750% Senior Notes, Series W, due 2023 (the “Series W Notes”), 7.500% Senior Notes, Series Y, due 2024 (the “Series Y Notes”), 5.625% Senior Notes, Series X, due 2025 (the “Series X Notes”), 7.200% Senior Notes, Series D, due 2025 (the “Series D Notes”), 5.125% Senior Notes due 2026 (the “2026 Notes”), 6.875% Debentures, Series G, due 2028 (the “Series G Notes”) or 5.375% Senior Notes due 2029 (the “2029 Notes” and, together with the Series W Notes, the Series Y Notes, the Series X Notes, the Series D Notes, the 2026 Notes and the Series G Notes, the “Lumen Notes”), (ii) Embarq Florida’s 7.125% Senior Notes due 2023 (the “2023 Notes”) or 8.375% Senior Notes due 2025 (the “2025 Notes” and, together with the 2023 Notes, the “Embarq Florida Notes”), or (iii) QCF’s 6.875% Senior Notes due 2028 (the “2028 Notes”) or 7.750% Senior Notes due 2031 (the “2031 Notes” and, together with the 2028 Notes, the “QCF Notes” and, together with the Lumen Notes and Embarq Florida Notes, the “Notes”), pursuant to the Offers, if a Holder cannot complete the procedures for book-entry transfer at or prior to the Expiration Time. Capitalized terms used but not defined herein have the respective meanings assigned to them in the Offer to Purchase.

This Notice of Guaranteed Delivery may be delivered by hand or mail or transmitted by facsimile or e-mail transmission to the Tender and Information Agent as set forth below, but in any case it must be delivered to the Tender and Information Agent in physical form at or prior to the Expiration Time.

The Tender and Information Agent for the Offers is:

Global Bondholder Services Corporation

65 Broadway, Suite 404
New York, New York 10006

or

Banks and Brokers Call Collect: (212)-430-3774

All Others Call Toll Free: (855) 654-2014

Email: contact@gbsc-usa.com

By Mail, Hand or Overnight Courier:

Global Bondholder Services Corporation

65 Broadway, Suite 404
New York, New York 10006

Attn: Corporate Actions

By Facsimile: (212)-430-3775

By E-mail: contact@gbsc-usa.com

For Confirmation by Telephone: (212) 430-3774

Delivery of this Notice of Guaranteed Delivery to an address, or transmission of instructions via facsimile transmission, other than as set forth above will not constitute a valid delivery.

Ladies and Gentlemen:

On the terms and subject to the conditions set forth herein and in the Offer to Purchase, including but not limited to the Divestiture Condition, the undersigned hereby tenders to the Company, Embarq Florida or QCF, as applicable, the principal amount of Notes indicated herein, pursuant to the guaranteed delivery procedures described herein and in the Offer to Purchase under the caption “Terms of the Offers—Procedures for Tendering Notes—Guaranteed Delivery.” The undersigned hereby represents and warrants that the undersigned has full power and authority to tender such Notes and makes the other representations, warranties, acknowledgements and agreements relating to tenders of Notes set forth in the Offer to Purchase.

The undersigned, as applicable, understands that (i) the Notes (other than the Series D Notes, the Series G Notes, the Embarq Florida Notes and the QCF Notes) may be tendered and accepted for payment only in principal amounts equal to the authorized minimum denomination of \$2,000 and integral multiples of \$1,000 in excess thereof, and (ii) the Series D Notes, the Series G Notes, the Embarq Florida Notes and the QCF Notes may be tendered and accepted for payment only in principal amounts equal to the authorized minimum denomination of \$1,000 and integral multiples of \$1,000 in excess thereof. Alternative, conditional or contingent tenders will not be considered valid. The undersigned understands that if less than the entire principal amount of any Notes is tendered, the tendering Holder must specify the principal amount tendered in the Agent’s Message. Holders who tender less than all of their Notes of a given series must continue to hold the Notes in at least the minimum authorized denomination of \$2,000 or \$1,000 principal amount, as applicable. If any Offer is terminated or withdrawn, Notes tendered pursuant to such Offer will be credited to the account maintained at The Depository Trust Company (“DTC”) from which such Notes were delivered.

The undersigned understands that tenders of any of the Notes pursuant to the Offers may not be withdrawn after the Expiration Time (except as described in the Offer to Purchase).

The undersigned understands that payment by the Tender and Information Agent for Notes tendered pursuant to the procedures for guaranteed delivery that are accepted for payment pursuant to the Offers will be made only after receipt by the Tender and Information Agent, no later than 5:00 P.M., New York City time on October 4, 2022 (unless the Expiration Time is extended), which is the second business day after the Expiration Time, of a properly transmitted Agent’s Message through ATOP, together with Book-Entry Confirmation according to the procedure for book-entry transfer described in the Offer to Purchase. The Guaranteed Delivery Settlement Date will be October 5, 2022, the third business day after the Expiration Time, assuming that the Expiration Time is not extended. Accrued Interest will cease to accrue on the Settlement Date for all Notes accepted in the Offers, including those for which the Guaranteed Delivery Procedures are used, and under no circumstances will additional interest be payable after the Settlement Date by reason of any delay arising from the use of the Guaranteed Delivery Procedures. Holders whose Notes are tendered and purchased pursuant to the Guaranteed Delivery Procedures will not receive payment in respect of any interest for the period from and including the Settlement Date. The Eligible Institution (as defined below) that completes this Notice of Guaranteed Delivery must deliver a physical copy of this Notice of Guaranteed Delivery to the Tender and Information Agent and must deliver the Agent’s Message, together with Book-Entry Confirmation, to the Tender and Information Agent within the time period stated above. **Failure to do so will result in an invalid tender of the related Notes, and such Eligible Institution could be liable for any losses arising out of such failure.**

If the ATOP procedures are used, the DTC participant need not complete and physically deliver this Notice of Guaranteed Delivery, but such Eligible Institution will be bound by the terms of the Offer to Purchase, including this Notice of Guaranteed Delivery, as if it was executed and delivered by such Eligible Institution.

All authority herein conferred or agreed to be conferred by this Notice of Guaranteed Delivery shall survive the death or incapacity of the undersigned and every obligation of the undersigned under this Notice of Guaranteed Delivery shall be binding on the heirs, personal representatives, executors, administrators, successors, assigns, trustees in bankruptcy and other legal representatives of the undersigned.

This Notice of Guaranteed Delivery constitutes a binding agreement which will be governed by, and construed in accordance with, the laws of the State of New York.

PLEASE SIGN AND COMPLETE

This Notice of Guaranteed Delivery must be signed by the DTC participant tendering Notes on behalf of the Holder(s) of such Notes exactly as such participant's name appears on a security position listing as the owner of such Notes. If the signature appearing below is by a trustee, executor, administrator, guardian, attorney-in-fact, officer or other person acting in a fiduciary or representative capacity, such person must set forth his or her name, address and capacity as indicated below and submit evidence satisfactory to the Company, Embarq Florida or QCF, as applicable, of such person's authority so to act.

<p>Title and Aggregate Principal Amount of Notes Tendered: _____</p> <p>Account Number: _____</p> <p>Transaction Code Number: _____</p> <p>Date: _____</p> <p>The Participant holds the Notes tendered through DTC on behalf of the following ("<i>Beneficiary</i>"):</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>Name and Telephone Number of Contact (if known) at the Beneficiary:</p> <p>_____</p> <p>_____</p> <p>_____</p>	<p>Name of Participant: _____</p> <p>_____</p> <p>Address of Participant including Zip Code: _____</p> <p>_____</p> <p>_____</p> <p>Area Code and Telephone No.: _____</p> <p>_____</p> <p>Name(s) of Authorized Signatory: _____</p> <p>_____</p> <p>_____</p> <p>Capacity: _____</p> <p>_____</p> <p>Address of Authorized Signatory: _____</p> <p>_____</p> <p>_____</p> <p>Area Code and Tel. No.: _____</p> <p>Signature(s) of Authorized Signatory: _____</p> <p>_____</p> <p>_____</p> <p>Date: _____</p>
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GUARANTEE
(Not to be used for signature guarantee)

The undersigned, a firm that is a member of a registered national securities exchange or of the Financial Industry Regulatory Authority, Inc., a commercial bank or trust company having an office or correspondent in the United States or an "*Eligible Guarantor Institution*" within the meaning of Rule 17Ad-15(a)(2) under the Securities Exchange Act of 1934, as amended (each of the foregoing being referred to herein as an "*Eligible Institution*"), hereby (i) represents that each Holder on whose behalf this tender is being made "owns" the Notes tendered hereby within the meaning of Rule 14e-4 under the Securities Exchange Act of 1934, as amended, (ii) represents that such tender of Notes is being made by guaranteed delivery and (iii) guarantees that, no later than 5:00 P.M. New York City time on the second business day after the Expiration Time, a properly transmitted Agent's Message, together with confirmation of book-entry transfer of such Notes, will be deposited by such Eligible Institution with the Tender and Information Agent.

The Eligible Institution that completes this form acknowledges that it must deliver a physical copy of the Notice of Guaranteed Delivery to the Tender and Information Agent and must deliver the Agent's Message together with confirmation of book-entry transfer of the Notes within the time period specified herein. Failure to do so will result in an invalid tender of the related Notes, and such Eligible Institution could be liable for any losses arising out of such failure.

Name of Firm: _____

Address: _____

(including Zip Code)

Area Code and Tel. No.: _____

(Authorized Signature)

Name: _____

Title: _____

Date: _____