

ALLTEL CORP
Form 8-K
October 27, 2006

**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): **October 27, 2006**

Alltel Corporation

(Exact Name of Registrant as Specified in its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

1-4996

34-0868285

(Commission File Number) (IRS Employer Identification No.)

One Allied Drive, Little Rock, Arkansas 72202

(Address of Principal Executive Offices, Including Zip Code)

(501) 905-8000

(Registrant's Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02 Results of Operations and Financial Condition

On October 27, 2006, Alltel Corporation (“Alltel” or the “Company”) issued a Press Release announcing the Company’s third quarter 2006 unaudited consolidated results of operations. The Press Release presents the Company’s consolidated results of operations measured under generally accepted accounting principles (“GAAP”) and its results of operations from current businesses.

“Results of operations from current businesses” include the following:

- Operating income from current businesses
- Other income, net from current businesses
- Income taxes from current businesses
- Net income from current businesses
- Basic and diluted earnings per share from current businesses
- Equity free cash flow from current businesses

The current business measures are non-GAAP financial measures that differ from their respective GAAP counterparts in that they exclude the effects of discontinued operations, amortization expense related to acquired, finite-lived intangible assets, a special cash dividend received on the Company’s investment in Fidelity National Financial, Inc. common stock, gain (loss) on the exchange or disposal of assets, debt prepayment expenses, costs associated with Hurricane Katrina, a change in accounting for certain operating leases and integration expenses and other charges.

Alltel’s purpose for excluding items from the current business measures is to focus on Alltel’s true earnings capacity associated with providing telecommunication services. Management believes the items excluded from the current business measures are related to strategic activities or other events, specific to the time and opportunity available, and, accordingly, should be excluded when evaluating the trends of the Company’s operations. For these reasons, Alltel believes that presenting the current business measures assists investors in assessing the true business performance of the Company by clarifying for investors the effects that certain items such as asset sales, integration expenses and other business consolidation costs arising from past acquisition and integration activities had on the Company’s GAAP consolidated results of operations. The Company uses results from current businesses as management’s primary measure of the performance of its business. Alltel’s management, including the chief operating decision-maker, uses the current business measures consistently for all purposes, including internal reporting purposes, the evaluation of business objectives, opportunities and performance, resource allocation and the determination of management compensation.

Equity free cash flow from current businesses is a non-GAAP financial measure that is computed as net income from current businesses plus depreciation and amortization less capital expenditures including capitalized software development costs. The Company believes that reporting equity free cash flow from current businesses assists investors in understanding Alltel's ability to generate sufficient positive cash flows to fund its ongoing cash operating requirements including capital expenditures, payment of dividends and debt service obligations. Equity free cash flow from current businesses should not be considered in isolation or as a substitute for cash flow from operations prepared in accordance with GAAP.

The financial tables of Alltel's Press Release include a reconciliation of each of the non-GAAP financial measures discussed above to its most directly comparable financial measure calculated and presented in accordance with GAAP. A copy of Alltel's Press Release dated October 27, 2006 is attached hereto as Exhibit 99(a) and is furnished as a part of this filing.

On October 27, 2006, the Company also released quarterly supplemental unaudited financial information from current businesses of Alltel for the nine months ended September 30, 2006 and for the year ended December 31, 2005. The supplemental unaudited financial information from current businesses gives effect to the spin-off of the wireline telecommunications business of Alltel to its stockholders that was completed on July 17, 2006. The supplemental selected financial information from current businesses also reflects the add back to Alltel's continuing operations general corporate overhead expenses previously allocated to the wireline business in accordance with Emerging Issues Task Force Issue No. 87-24, "Allocation of Interest to Discontinued Operations". In accordance with Statement of Financial Accounting Standards ("SFAS") No. 144 "Accounting for the Impairment or Disposal of Long-Lived Assets", the results of operations of the wireline telecommunications business have been presented as discontinued operations for all periods presented in the accompanying supplemental financial data. Following the spin-off, Alltel provides wireless voice and data communications services to more than 11 million customers in 35 states. Alltel manages its wireless business and retained portion of communications support services as a single operating segment, and accordingly, Alltel's continuing operations consist of a single reportable business segment, wireless communications services. In accordance with SFAS No. 131 "Disclosures about Segments of an Enterprise and Related Information", all prior period segment information included in the accompanying supplemental financial data has been reclassified to report only one operating segment.

The quarterly supplemental information includes a reconciliation of each of the non-GAAP financial measures presented within to its most directly comparable financial measure calculated and presented in accordance with GAAP. The quarterly supplemental financial information is attached hereto as Exhibit 99(b) and is furnished as a part of this filing.

Item 9.01 - Financial Statements and Exhibits.

Exhibit 99(a)

Press Release dated October 27, 2006 of Alltel

Exhibit 99(b) Supplemental Quarterly Financial Information from Current Business of Alltel for the nine months ended September 30, 2006 and for the year ended December 31, 2005

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

ALLTEL CORPORATION

By: /s/ Sharilyn S. Gasaway

Name: Sharilyn S. Gasaway

Title: Executive Vice President -
Chief Financial Officer

Dated: October 27, 2006

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
Exhibit 99(a)	Press Release dated October 27, 2006 of Alltel
E x h i b i t 99(b)	Supplemental Quarterly Financial Information from Current Businesses of Alltel for the nine months ended September 30, 2006 and for the year ended December 31, 2005