On April 29, 2020, the NASDAQ Stock Market filed a Form 25 with the Securities and Exchange Commission to delist the common stock, par value $0.25 per share, of Frontier Communications Corporation (the “common stock”) from the NASDAQ Global Select Market. The delisting will be effective 10 days after the Form 25 was filed. The deregistration of the common stock under Section 12(b) of the Securities Exchange Act of 1934 will be effective 90 days, or such shorter period as the Securities and Exchange Commission may determine, after filing of the Form 25. Following deregistration of the common stock under Section 12(b) of the Securities Exchange Act of 1934, the common stock shall remain registered under Section 12(g) of the Securities Exchange Act of 1934. Trading of Frontier’s common stock now occurs on the OTC Pink Market under the symbol “FTRCQ”.

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging Growth Company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐
ITEM 2.01 COMPLETION OF ACQUISITION OR DISPOSITION OF ASSETS

On May 1, 2020, Frontier Communications Corporation, a Delaware corporation (the “Company”), completed the previously announced sale of its operations and associated assets in Washington, Oregon, Idaho, and Montana to Northwest Fiber, LLC, a Delaware limited liability company (“Purchaser”) formed by WaveDivision Capital, LLC in partnership with Searchlight Capital Partners, LLC, pursuant to the terms and conditions of the Purchase Agreement, dated as of May 28, 2019, by and among the Company, Frontier Communications ILEC Holdings LLC, a Delaware limited liability company and wholly owned subsidiary of the Company, and Purchaser (the “Purchase Agreement”). The sale had been previously approved by the United States Bankruptcy Court for the Southern District of New York on April 24, 2020.

Pursuant to the Purchase Agreement, Purchaser paid a purchase price of $1.352 billion in cash, on a cash-free, debt-free basis and subject to certain other adjustments, including for working capital as compared to an agreed target, and certain pension and retiree medical liabilities, in each case as set forth in the Purchase Agreement.

The foregoing description of the Purchase Agreement is not complete and is qualified in its entirety by reference to the Purchase Agreement, which was filed as Exhibit 2.1 to the Current Report on Form 8-K filed by the Company with the Securities Exchange Commission on May 29, 2019 and is incorporated herein by reference.
Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FRONTIER COMMUNICATIONS CORPORATION

Date: May 1, 2020

By: /s/ Mark D. Nielsen

Name: Mark D. Nielsen
Title: Executive Vice President, Chief Legal Officer and Chief Transaction Officer