#### CENTURYTEL INC

Form 4

April 18, 2006

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

5. Relationship of Reporting Person(s) to

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person \*

			Symbol	Symbol CENTURYTEL INC [CTL]					Issuer  (Check all applicable)			
(Last) 100 CENTU	(First)  JRYTEL DRIV	(Middle)	3. Date of (Month/D 04/18/2)	•	ansaction			DirectorX Officer (give below)	10%	Owner er (specify		
16017007	(Street)	Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
MONROE,	LA 71203							Person	viore than One Re	porting		
(City)	(State)	(Zip)	Tabl	le I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ar) Execution	med on Date, if Day/Year)	3. Transaction Code (Instr. 8)	(Instr. 3,	ispose	d of (D) 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common Stock	04/18/2006			F	119	D	\$ 37.64 <u>(1)</u>	6,501.28	D			
Common Stock								4,234.73	I	By 401(k)		
Common Stock								4,965.51	I	By ESOP		

By Stock

Bonus

Plan (4)

1,313.3

I

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 13.33					<u>(5)</u>	01/02/2007	Common Stock	2,250
Employee Stock Option (right to buy)	\$ 46.19					04/07/2000	04/07/2009	Common Stock	2,823
Employee Stock Option (right to buy)	\$ 34.63					02/21/2001(6)	02/21/2010	Common Stock	12,000
Employee Stock Option (right to buy)	\$ 28.03					05/21/2002 <u>(7)</u>	05/21/2011	Common Stock	13,000
Employee Stock Option (right to buy)	\$ 32.99					02/25/2003(8)	02/25/2012	Common Stock	13,000
·	\$ 27.48					02/24/2004(9)	02/24/2013		13,000

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Employee Stock Option (right to buy)				Common Stock	
Employee Stock Option (right to buy)	\$ 28.34	02/25/2004(10)	02/25/2014	Common Stock	6,500
Employee Stock Option (right to buy)	\$ 33.4	02/17/2005(11)	02/17/2015	Common Stock	6,500
Employee Stock Option (right to buy)	\$ 35.41	03/15/2007(12)	02/20/2016	Common Stock	6,500

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
·k	Director	ctor 10% Owner Officer		Other			
SWEASY NEIL							
100 CENTURYTEL DRIVE			VP and Controller				
MONROE LA 71203							

## **Signatures**

By: Kay C. Buchart, Attorney-In-Fact 04/18/2006

\*\*Signature of Reporting Person Date

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Closing price on vest date.
- (2) As of most recent statement available
- (3) As of most recent statement available.
- (4) As of most recent statement available.
- (5) Options were 50% exercisable on 01/02/99 and 50% exercisable on 01/02/2000.
- (6) One-third of the Stock Options are exercisable 2/21/2001, one-third are exercisable on 2/21/2002, and one-third are exercisable on 2/21/2003.
- (7) One-third of the Stock Options are exercisable 5/21/02, one-third are exercisable 5/21/03, and one-third are exercisable 5/21/04.

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- (8) One-third of the Stock Options are exercisable 2/25/03, one-third are exercisable 2/25/04, and one-third are exercisable 2/25/05.
- (9) One-third of the Stock Options are exercisable 2/24/04, one-third are exercisable 2/24/05, and one-third are exercisable 2/24/06.
- (10) One-third of the options are exercisable immediately, one-third are exercisable 2/25/05, and one-third are exercisable 2/25/06.
- (11) One-third of the options are exercisable immediately, one-third are exercisable 2/17/06, and one-third are exercisable 2/17/07.
- (12) One-third of the options are exercisable 3/15/07, one-third are exercisable 3/15/08, and one-third are exercisable 3/15/09.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.