
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, DC 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): **MAY 11, 2016**

WideOpenWest Finance, LLC
(Exact name of registrant as specified in its Charter)

Delaware
(State or other jurisdiction
of incorporation)

333-187850
(Commission
File Number)

31-1811298
(IRS Employer
Identification No.)

**7887 East Belleview Avenue, Suite 1000 Englewood,
Colorado**
(Address of principal executive offices)

80111
(Zip Code)

Registrant's telephone number, including area code **(720) 479-3500**

Not applicable
(Former name or former address, if changed since last report)

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))
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Item 2.02. Results of Operations and Financial Condition.

The information under this caption is furnished by WideOpenWest Finance, LLC (the “*Company*”) in accordance with Securities and Exchange Commission Release No. 33-8216. This information shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “*Exchange Act*”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

On May 11, 2016, the Company issued a press release announcing its results of operations for the first quarter ended March 31, 2016. A copy of the press release is attached as Exhibit 99.1 to this report.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The following items are included as Exhibits to this report and incorporated herein by reference:

EXHIBIT NO.	DESCRIPTION OF EXHIBIT
99.1	Press release, dated May 11, 2016

SIGNATURES

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.

Date: May 11, 2016

WIDEOPENWEST FINANCE, LLC

By: /s/ Richard E. Fish, Jr.

Richard E. Fish, Jr.

Chief Financial Officer

EXHIBIT INDEX

EXHIBIT NO.	DESCRIPTION OF EXHIBIT
99.1	Press release dated May 11, 2016



Contact:
Richard Fish
Chief Financial Officer
720-479-3538
rich.fish@wowinc.com

WOW! ANNOUNCES RESULTS FOR THE FIRST QUARTER ENDED MARCH 31, 2016

ENGLEWOOD, CO — (May 11, 2016) - WOW! Internet, Cable & Phone (“WOW!”), a leading, fully-integrated provider of residential and commercial high-speed data, video and telephony services to customers in the United States, announced today financial and operating results for the first quarter ended March 31, 2016.

Financial & Operating Highlights (1)

For the first quarter ended March 31, 2016, WOW! reported Total Revenue of \$302.3 million and Adjusted EBITDA of \$112.9 million representing sequential increases in Total Revenue of \$1.0 million (or 0.3%) and Adjusted EBITDA of \$1.0 million (or 0.9%) over the fourth quarter ended December 31, 2015.

On an LTM basis, Total Revenue for the twelve month period ended March 31, 2016, was \$1.207 billion, a year-over-year decrease of \$18.0 million (or 1.5%) from the Pro Forma twelve month period ended March 31, 2015. LTM Adjusted EBITDA as of March 31, 2016, totals \$447.1 million, a year-over-year increase of \$25.5 million (or 6.0%) from the Pro Forma twelve month period ended March 31, 2015.

For the first quarter ended March 31, 2016, WOW! reported an increase in Total Customers of 6,800 (an improvement of 16,700 over the quarterly results from the first quarter ended March 31, 2015), an increase of 9,700 HSD RGUs (an improvement of 15,500 over the quarterly results from the first quarter ended March 31, 2015) and a reduction of 10,800 Total RGUs (an improvement of 43,000 over the quarterly results from the first quarter ended March 31, 2015).

Conference Call

WOW! will host a conference call on Thursday, May 12, 2016 at 9:00 a.m. Eastern to discuss the operating and financial results contained in this press release. Conference call information is as follows:

Call Date:	Thursday, May 12, 2016	Call Time:	9:00 a.m. Eastern
Dial In:	(877) 541-5069	Intn'l Dial In:	(443) 842-7607
Conf. ID:	6946402		

A recording of the conference call will be available approximately two hours after the completion of the call until June 11, 2016. Dial in # for this replay is (855) 859-2056. Additionally, a copy of the transcript will be available approximately forty-eight hours after the call, at www.wowway.com/investor-relations.

(1) Refer to “**Definitions of Non-GAAP Financial Measures and Operating Metrics**”, “**Unaudited Reconciliations of GAAP Measures to Non-GAAP Measures**”, and “**Unaudited Pro Forma Condensed Combined Financial and Subscriber Information**” in this Earnings Release for definitions and information related to Adjusted EBITDA and Pro Forma financial and subscriber information.

The following unaudited condensed consolidated statements of operations summarizes information in our Form 10-Q for the quarter ended March 31, 2016, as filed on May 11, 2016, with the U.S. Securities and Exchange Commission (“SEC”). For ease of use, references in this release to “WOW! Internet, Cable & Phone” or “WOW!” mean WideOpenWest Finance, LLC and its consolidated subsidiaries.

WideOpenWest Finance, LLC
Condensed Consolidated Statements of Operations (Unaudited)
(\$ in millions)

	Three months ended	
	March 31,	
	2016	2015
Revenue		
Residential subscription	\$ 240.5	\$ 254.8
Commercial subscription	25.8	24.1
Total subscription revenue	\$ 266.3	\$ 278.9
Other commercial services	8.2	6.8
Other	27.8	26.6
Total Revenue	\$ 302.3	\$ 312.3
Costs and expenses:		
Operating (excluding depreciation & amortization)	\$ 164.5	\$ 178.3
Selling, general and administrative	26.0	27.8
Depreciation and amortization	52.5	54.8
Management fee to related party	0.4	0.4
	\$ 243.4	\$ 261.3
Income from operations	\$ 58.9	\$ 51.0
Other income (expense):		
Interest expense	(54.2)	(58.9)
Realized and unrealized gain (loss) on derivative instruments, net	1.1	2.0
Other (expense) income, net	—	0.2
Income Tax (expense) benefit	(1.0)	(0.9)
Net loss	\$ 4.8	\$ (6.6)

The unaudited condensed consolidated statements of operations above and the information in this release should be read in conjunction with our Form 10-K for the year ended December 31, 2015, filed with the U.S. SEC on March 17, 2016.

About WOW!

WOW! is one of the nation’s leading providers of high-speed Internet, cable TV, and phone serving communities in the U.S. Our operating philosophy is to deliver an employee and customer experience that lives up to its name. WOW! is privately owned by Avista Capital Partners and Crestview Partners. For more information, please visit www.wowway.com.

Forward-Looking Statements

This press release may contain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. All statements, other than statements of historical facts, included in this release that address activities, events or developments that we expect, believe or anticipate will or may occur in the future, are forward-looking statements. Forward-looking statements are not guarantees of future performance and we caution you not to place undue reliance on such statements. Forward-looking statements are generally identifiable by the use of the words “may,” “will,” “should,” “expect,” “anticipate,” “estimate,” “believe,” “intend,” “project,” “continue,” or the negative of these words, or other similar words or terms. The forward-looking statements included in this release are made as of the date hereof. Except as required by law, we assume no obligation to publicly update any forward-looking statement, even if new information becomes available in the future. Actual results may differ materially from those expected because of various risks and uncertainties, many of which are beyond our control. You should review our filings with the SEC, including the section titled “Risk Factors” contained in our Annual Report on Form 10-K filed with the SEC on March 17, 2016.

Definitions of Non-GAAP Financial Measures and Operating Metrics

We have included certain non-GAAP financial measures in this release including Adjusted EBITDA and Pro Forma Adjusted EBITDA. We believe that these non-GAAP measures enhance an investor’s understanding of our financial performance. We believe that these non-GAAP measures are useful financial metrics to assess our operating performance from period to period by excluding certain items that we believe are not representative of our core business. We believe that these non-GAAP measures provide investors with useful information for assessing the comparability between periods of our ability to generate cash from operations sufficient to pay taxes, to service debt and to undertake capital expenditures. We use these non-GAAP measures for business planning purposes and in measuring our performance relative to that of our competitors. We believe these non-GAAP measures are measures commonly used by investors to evaluate our performance and that of our competitors.

Adjusted EBITDA is defined by WOW! as net income (loss) before net interest expense, income taxes, depreciation and amortization (including impairments), gains (losses) realized and unrealized on derivative instruments, management fees to related party, the write-up or write-off/disposal of any asset, debt modification expenses, loss on extinguishment of debt, integration and restructuring expenses and all non-cash charges and expenses (including equity based compensation expense) and certain other income and expenses, as further defined in our credit facilities. Adjusted EBITDA is not a presentation made in accordance with generally accepted accounting principles in the United States of America (“GAAP”) and our use of the term Adjusted EBITDA varies from others in our industry. Adjusted EBITDA should not be considered as an alternative to net income (loss), operating income or any other performance measures derived in accordance with GAAP as measures of operating performance or operating cash flows, or as measures of liquidity.

Adjusted EBITDA has important limitations as an analytical tool and you should not consider it in isolation or as a substitute for analysis of our results as reported under GAAP. For example, Adjusted EBITDA:

- excludes certain tax payments that may represent a reduction in cash available to us;
- does not reflect any cash capital expenditure requirements for the assets being depreciated and amortized that may have to be replaced in the future;
- does not reflect changes in, or cash requirements for, our working capital needs; and
- does not reflect the significant interest expense, or the cash requirements necessary to service interest or principal payments on our debt.

See “*Unaudited Reconciliations of GAAP Measures to Non-GAAP Measures*” and the accompanying tables below for reconciliations of Adjusted EBITDA to our net income (loss), which is the most directly comparable GAAP financial measure.

Furthermore, Adjusted EBITDA in this release is sometimes presented on a Pro Forma basis, giving effect to the increase in our investment in AAB on May 1, 2014, and the sale of our South Dakota systems on September 30, 2014, as if such transactions had been completed at the beginning of each period presented (see “*Unaudited Pro Forma Condensed Combined Financial and Subscriber Information*” below for a complete discussion).

In addition, we use the following subscriber information in this release:

- **Homes Passed** — We report homes passed as the number of residential units, such as single residence homes, apartments and condominium units, passed by our broadband network and listed in our database excluding those we believe are covered by exclusive arrangements with other providers of competing services.
- **Subscribers** — Because we deliver multiple services to our customers, we report the total number of customers (“Total Customers”) as those who subscribe to at least one of our high-speed data (“HSD”), video (“Video”) or telephony (“Telephony”) services without regard to which or how many of those services they subscribe. We report Video subscribers as the number of basic cable subscribers and do not include customers who only subscribe to HSD or Telephony services in this total. We define total Revenue Generating Units (“RGU’s”) as the sum of HSD subscribers, Video subscribers and Telephony subscribers.

Subscriber information for acquired entities is preliminary and subject to adjustment until we have completed our review of such information and determined that it is presented in accordance with our policies.

Unaudited Reconciliations of GAAP Measures to Non-GAAP Measures

The following table provides an unaudited reconciliation of our net income (loss) to Adjusted EBITDA for the respective quarters ended and for the twelve month period ended March 31, 2016:

WideOpenWest Finance, LLC
Reconciliation of GAAP Measures to Non-GAAP Measures (Unaudited)
(\$ in millions)

	Three Months Ended								LTM	
	June 30, 2014	Sept. 30, 2014	Dec. 31, 2014	Mar. 31, 2015	June 30, 2015	Sept. 30, 2015	Dec. 31, 2015	Mar. 31, 2016	Mar. 31, 2015	Mar. 31, 2016
Net loss	\$ (7.8)	\$ 31.7	\$ (26.8)	\$ (6.6)	\$ (27.5)	\$ (7.1)	\$ (1.5)	\$ 4.8	\$ (9.5)	\$ (31.3)
Depreciation and amortization	64.1	64.0	57.2	54.8	55.5	55.9	54.9	52.5	240.1	218.8
Management fee to related party	0.5	0.4	0.4	0.4	0.6	0.5	0.4	0.4	1.7	1.9
Interest expense	59.4	60.0	59.8	58.9	57.1	55.3	54.7	54.2	238.1	221.3
Loss on extinguishment of debt	—	—	—	—	22.9	—	—	—	—	22.9
Unrealized gain on derivative instruments, net	(0.8)	(1.3)	(1.0)	(2.0)	(1.1)	(1.2)	(1.3)	(1.1)	(5.1)	(4.7)
(Gain) Loss on sale of assets	—	(52.6)	(0.3)	—	—	—	—	—	(52.9)	—
Non-recurring prof. fees, M&A integration and restr. exp.	13.0	8.9	19.8	3.5	4.2	4.8	3.5	1.1	45.2	13.6
Other expense (income), net	(0.2)	(2.4)	(0.9)	(0.2)	—	0.6	—	—	(3.7)	0.6
Income tax (benefit) expense	(16.7)	1.2	(0.5)	0.9	1.0	0.8	1.2	1.0	(15.1)	4.0
Adjusted EBITDA (1)	<u>\$ 111.5</u>	<u>\$ 109.9</u>	<u>\$ 107.7</u>	<u>\$ 109.7</u>	<u>\$ 112.7</u>	<u>\$ 109.6</u>	<u>\$ 111.9</u>	<u>\$ 112.9</u>	<u>\$ 438.8</u>	<u>\$ 447.1</u>

(1) See “*Unaudited Pro Forma Condensed Combined Financial and Subscriber Information*” below for a reconciliation of Adjusted EBITDA to Pro Forma Adjusted EBITDA for the respective quarters ended giving effect the increase in our investment in Anne Arundel Broadband (“AAB”) on May 1, 2014, and the sale of our South Dakota systems (“South Dakota”) on September 30, 2014, as if such transaction had been completed at the beginning of the respective periods presented herein.

Unaudited Pro Forma Condensed Combined Financial and Subscriber Information

The unaudited pro forma condensed combined financial and subscriber information for the periods presented in the tables below has been prepared giving effect the increase in our investment in Anne Arundel Broadband (“AAB”) on May 1, 2014, and the sale of our South Dakota systems (“South Dakota”) on September 30, 2014, as if such transactions had been completed at the beginning of the periods presented by applying pro forma adjustments to the individual historical unaudited condensed combined financial and subscriber information of AAB and South Dakota.

Accordingly, the unaudited pro forma condensed combined financial and subscriber information presented in the tables below includes the unaudited financial and subscriber information for AAB for the period from April 1, 2014 to April 30, 2014, and excludes the unaudited financial and subscriber information for South Dakota for the period from April 1, 2014 to September 30, 2014. The historical combined financial information has been adjusted to give effect to pro forma events that are (1) directly attributable to such transactions, (2) factually supportable and (3) expected to have a continuing impact on the combined results.

The unaudited pro forma condensed combined financial and subscriber information is for informational purposes only and does not represent what our results of operations would have been if the transactions had occurred at any date, nor does such information project the results of operations for any future period. The unaudited pro forma condensed combined financial and subscriber information does not reflect non-recurring charges that have been incurred in connection with the transactions, including any related financing fees, legal fees, broker fees and accounting fees.

The following table provides an unaudited reconciliation of our Total Revenue to Pro Forma Total Revenue, Adjusted EBITDA to Pro Forma Adjusted EBITDA and Capital Expenditures to Pro Forma Capital Expenditures for the respective quarters ended:

WideOpenWest Finance, LLC
Pro Forma Condensed Combined Financial Information (Unaudited)
(\$ in millions)

	Three Months Ended								LTM	
	June 30, 2014	Sept. 30, 2014	Dec. 31, 2014	Mar. 31, 2015	June 30, 2015	Sept. 30, 2015	Dec. 31, 2015	Mar. 31, 2016	Mar. 31, 2015	Mar. 31, 2016
Total Revenue	\$ 319.8	\$ 323.2	\$ 309.2	\$ 312.3	\$ 305.8	\$ 297.7	\$ 301.3	\$ 302.3	\$ 1,264.5	\$ 1,207.1
Pro Forma Adjustments:										
Revenue related to AAB	1.8	—	—	—	—	—	—	—	1.8	—
Revenue related to the South Dakota systems	(20.0)	(21.2)	—	—	—	—	—	—	(41.2)	—
Pro Forma Total Revenue	\$ 301.6	\$ 302.0	\$ 309.2	\$ 312.3	\$ 305.8	\$ 297.7	\$ 301.3	\$ 302.3	\$ 1,225.1	\$ 1,207.1
Adjusted EBITDA	\$ 111.5	\$ 109.9	\$ 107.7	\$ 109.7	\$ 112.7	\$ 109.6	\$ 111.9	\$ 112.9	438.8	447.1
Pro Forma Adjustments:										
Adjusted EBITDA related to AAB	0.2	—	—	—	—	—	—	—	0.2	—
Adjusted EBITDA related to the South Dakota systems	(8.0)	(9.4)	—	—	—	—	—	—	(17.4)	—
Pro Forma Adjusted EBITDA	\$ 103.7	\$ 100.5	\$ 107.7	\$ 109.7	\$ 112.7	\$ 109.6	\$ 111.9	\$ 112.9	\$ 421.6	\$ 447.1
Total Capex	\$ 66.0	\$ 66.3	\$ 66.7	\$ 55.6	\$ 54.7	\$ 64.5	\$ 57.1	\$ 63.6	\$ 254.6	\$ 239.9
Pro Forma Adjustments:										
Capex related to AAB	0.3	—	—	—	—	—	—	—	0.3	—
Capex related to the South Dakota systems	(3.0)	(3.1)	—	—	—	—	—	—	(6.1)	—
Pro Forma Total Capex	\$ 63.3	\$ 63.2	\$ 66.7	\$ 55.6	\$ 54.7	\$ 64.5	\$ 57.1	\$ 63.6	\$ 248.8	\$ 239.9

The unaudited pro forma condensed combined financial information presented above should be read in conjunction with the information contained in “Management’s Discussion and Analysis of Financial Condition and Results of Operations,” the consolidated financial statements and the accompanying notes appearing in our Annual Report on Form 10-K for the year ended December 31, 2015, as filed with the SEC on March 17, 2016.

The following table provides an unaudited reconciliation of our reported subscriber information to Pro Forma subscriber information as of the end of each of the respective quarterly periods:

	<u>1Q-14</u>	<u>2Q-14</u>	<u>3Q-14</u>	<u>4Q-14</u>	<u>1Q-15</u>	<u>2Q-15</u>	<u>3Q-15</u>	<u>4Q-15</u>	<u>1Q-16</u>
Reported Homes Passed	2,997,000	3,114,000	2,978,000	2,985,000	2,988,600	2,993,100	2,997,200	3,003,100	3,010,700
Pro Forma Adjustments:									
AAB	112,000	—	—	—	—	—	—	—	—
South Dakota systems	(142,000)	(142,000)	—	—	—	—	—	—	—
Pro Forma Homes Passed	<u>2,967,000</u>	<u>2,972,000</u>	<u>2,978,000</u>	<u>2,985,000</u>	<u>2,988,600</u>	<u>2,993,100</u>	<u>2,997,200</u>	<u>3,003,100</u>	<u>3,010,700</u>
Reported Total Customers	852,900	867,800	816,000	809,100	799,200	787,100	781,700	777,800	784,600
Pro Forma Adjustments:									
AAB	16,600	—	—	—	—	—	—	—	—
South Dakota systems	(52,700)	(52,300)	—	—	—	—	—	—	—
Pro Forma Total Customers	<u>816,800</u>	<u>815,500</u>	<u>816,000</u>	<u>809,100</u>	<u>799,200</u>	<u>787,100</u>	<u>781,700</u>	<u>777,800</u>	<u>784,600</u>
Reported HSD Subscribers	756,700	769,600	729,700	727,800	722,000	713,100	712,300	712,500	722,200
Pro Forma Adjustments:									
AAB	11,800	—	—	—	—	—	—	—	—
South Dakota systems	(44,200)	(44,100)	—	—	—	—	—	—	—
Pro Forma HSD Subscribers	<u>724,300</u>	<u>725,500</u>	<u>729,700</u>	<u>727,800</u>	<u>722,000</u>	<u>713,100</u>	<u>712,300</u>	<u>712,500</u>	<u>722,200</u>
Reported Video Subscribers	694,300	699,000	653,800	634,700	606,500	582,700	564,500	547,500	537,200
Pro Forma Adjustments:									
AAB	14,600	—	—	—	—	—	—	—	—
South Dakota systems	(34,200)	(33,700)	—	—	—	—	—	—	—
Pro Forma Video Subscribers	<u>674,700</u>	<u>665,300</u>	<u>653,800</u>	<u>634,700</u>	<u>606,500</u>	<u>582,700</u>	<u>564,500</u>	<u>547,500</u>	<u>537,200</u>
Reported Telephony Subscribers	418,800	416,200	373,900	359,400	339,600	324,500	310,600	296,800	286,600
Pro Forma Adjustments:									
AAB	5,400	—	—	—	—	—	—	—	—
South Dakota systems	(32,200)	(31,500)	—	—	—	—	—	—	—
Pro Forma Telephony Subscribers	<u>392,000</u>	<u>384,700</u>	<u>373,900</u>	<u>359,400</u>	<u>339,600</u>	<u>324,500</u>	<u>310,600</u>	<u>296,800</u>	<u>286,600</u>
Reported Total RGUs	1,869,800	1,884,800	1,757,500	1,721,900	1,668,100	1,620,300	1,587,400	1,556,800	1,546,000
Pro Forma Adjustments:									
AAB	31,800	—	—	—	—	—	—	—	—
South Dakota systems	(110,600)	(109,300)	—	—	—	—	—	—	—
Pro Forma Total RGUs	<u>1,791,000</u>	<u>1,775,500</u>	<u>1,757,500</u>	<u>1,721,900</u>	<u>1,668,100</u>	<u>1,620,300</u>	<u>1,587,400</u>	<u>1,556,800</u>	<u>1,546,000</u>