

VERIZON COMMUNICATIONS INC
 Form 3
 November 07, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person * Ellis Matthew D. (Last) (First) (Middle)	2. Date of Event Requiring Statement (Month/Day/Year) 11/01/2016	3. Issuer Name and Ticker or Trading Symbol VERIZON COMMUNICATIONS INC [VZ]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP and CFO	5. If Amendment, Date Original Filed(Month/Day/Year)
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VERIZON COMMUNICATIONS INC., 1095 AVENUE OF THE AMERICAS
 (Street)

NEW YORK, NY 10036
 (City) (State) (Zip)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	6,268	D	À
Common Stock	817	I	By 401(k)

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

SEC 1473 (7-02)

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

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Phantom Stock (unitized)	Â (1)	Â (1)	Common Stock	2,259	\$ (1)	I	By Deferred Compensation Plan
Restricted Stock Units - 2014 - 16 Award Cycle	Â (2)	Â (2)	Common Stock	10,795	\$ (2)	D	Â
Chairman's Restricted Stock Units - 2014 - 17 Award Cycle	Â (3)	Â (3)	Common Stock	11,310	\$ (3)	D	Â
Restricted Stock Units - 2015 - 17 Award Cycle	Â (4)	Â (4)	Common Stock	10,622	\$ (4)	D	Â
Restrict Stock Units - 2016 - 18 Award Cycle	Â (5)	Â (5)	Common Stock	13,784	\$ (5)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ellis Matthew D. VERIZON COMMUNICATIONS INC. 1095 AVENUE OF THE AMERICAS NEW YORK, NY 10036	Â	Â	Â EVP and CFO	Â

Signatures

William L. Horton, Jr. attorney-in-fact for Matthew
D. Ellis 11/07/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) Each share of phantom stock is the economic equivalent of a portion of one share of common stock and is settled in cash. The shares of phantom stock become payable upon events established by the reporting person in accordance with the deferred compensation plan. The number of shares is based upon 7,915,434 units held as of November 1, 2016.

(2) Each Restricted Stock Unit (RSU) represents the right to receive one share of common stock, plus accrued dividends in the form of stock, on the payment date following the date that the RSU vests, unless deferred into the reporting person's deferred compensation plan account at the election of the reporting person. Subject to the terms of the Restricted Stock Unit Agreement, each RSU will vest on December 31, 2016.

(3) Each Restricted Stock Unit (RSU) represents the right to receive one share of common stock, plus accrued dividends in the form of stock, on the payment date following the date that the RSU vests, unless deferred into the reporting person's deferred compensation plan account at the election of the reporting person. Subject to the terms of the Restricted Stock Unit Agreement, each RSU will vest on February 5,

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2017.

- (4) Each Restricted Stock Unit (RSU) represents the right to receive one share of common stock, plus accrued dividends in the form of stock, on the payment date following the date that the RSU vests, unless deferred into the reporting person's deferred compensation plan account at the election of the reporting person. Subject to the terms of the Restricted Stock Unit Agreement, each RSU will vest on December 31, 2017.

- (5) Each Restricted Stock Unit (RSU) represents the right to receive one share of common stock, plus accrued dividends in the form of stock, on the payment date following the date that the RSU vests, unless deferred into the reporting person's deferred compensation plan account at the election of the reporting person. Subject to the terms of the Restricted Stock Unit Agreement, each RSU will vest on December 31, 2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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