

VERIZON COMMUNICATIONS INC

Form 8-A12B

October 31, 2017

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**FORM 8-A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES**  
**PURSUANT TO SECTION 12(b) OR 12(g) OF**  
**THE SECURITIES EXCHANGE ACT OF 1934**

**VERIZON COMMUNICATIONS INC.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction of incorporation or**  
**organization)**

**23-2259884**  
**(I.R.S. Employer Identification No.)**

**1095 Avenue of the Americas**

**10036**

New York, New York (Zip Code)  
(Address of principal executive offices)

**Securities to be registered pursuant to Section 12(b) of the Act:**

| <b>Title of each class<br/>to be so registered</b> | <b>Name of each exchange on which each class is to be registered</b> |
|--|--|
| <b>1.375% Notes due 2026</b>                       | <b>New York Stock Exchange</b>                                       |
| <b>1.875% Notes due 2029</b>                       | <b>New York Stock Exchange</b>                                       |
| <b>2.875% Notes due 2038</b>                       | <b>New York Stock Exchange</b>                                       |
| <b>3.375% Notes due 2036</b>                       | <b>New York Stock Exchange</b>                                       |

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c) or (e), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d) or (e), check the following box.

If this form relates to the registration of a class of securities concurrently with a Regulation A offering, check the following box.

**Securities Act registration statement or Regulation A offering statement file number to which this form relates:**

**333-213439 (if applicable)**

**Securities to be registered pursuant to Section 12(g) of the Act:**

**None**

**(Title of class)**

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## INFORMATION REQUIRED IN REGISTRATION STATEMENT

### Item 1. Description of Registrant's Securities to be Registered.

Verizon Communications Inc. ( Verizon ) hereby incorporates by reference the description of its securities to be registered hereunder contained in the Prospectus dated September 1, 2016, under Description of the Debt Securities and in the Prospectus Supplement dated October 23, 2017, under Description of the Notes, filed with the Securities and Exchange Commission (the Commission ) on October 24, 2017, under Rule 424(b)(2) under the Securities Act of 1933, as amended (the Act ), pursuant to a Registration Statement on Form S-3 (No. 333-213439) previously filed with the Commission under the Act.

### Item 2. Exhibits.

1. Indenture between Verizon, both individually and as successor in interest to Verizon Global Funding Corp., and U.S. Bank National Association, as successor trustee to Wachovia Bank, National Association, formerly known as First Union National Bank, as Trustee, dated as of December 1, 2000 (incorporated by reference to Exhibit 4.1 to Verizon Global Funding Corp.'s Registration Statement on Form S-4, Registration No. 333-64792).
2. First Supplemental Indenture between Verizon, both individually and as successor in interest to Verizon Global Funding Corp., and U.S. Bank National Association, as successor trustee to Wachovia Bank, National Association, formerly known as First Union National Bank, as Trustee, dated as of May 15, 2001 (incorporated by reference to Exhibit 4.2 to Verizon Global Funding Corp.'s Registration Statement on Form S-3, Registration No. 333-67412).
3. Second Supplemental Indenture between Verizon, both individually and as successor in interest to Verizon Global Funding Corp., and U.S. Bank National Association, as successor trustee to Wachovia Bank, National Association, formerly known as First Union National Bank, as Trustee, dated as of September 29, 2004 (incorporated by reference to Exhibit 4.1 to Verizon's Current Report on Form 8-K filed on February 9, 2006).
4. Third Supplemental Indenture between Verizon, both individually and as successor in interest to Verizon Global Funding Corp., and U.S. Bank National Association, as successor trustee to Wachovia Bank, National Association, formerly known as First Union National Bank, as Trustee, dated as of February 1, 2006 (incorporated by reference to Exhibit 4.2 to Verizon's Current Report on Form 8-K filed on February 9, 2006).
5. Fourth Supplemental Indenture between Verizon, both individually and as successor in interest to Verizon Global Funding Corp., and U.S. Bank National Association, as successor trustee to Wachovia Bank, National Association, formerly known as First Union National Bank, as Trustee, dated as of April 4, 2016 (incorporated by reference to Exhibit 4.5 to Verizon's Registration Statement on Form S-4, Registration No. 333-212307 filed on June 29, 2016).
6. Form of Global Note representing the Company's 1.375% Notes due 2026 (incorporated by reference to Exhibit 4.1 to Verizon's Current Report on Form 8-K filed on October 27, 2017).

7. Form of Global Note representing the Company's 1.875% Notes due 2029 (incorporated by reference to Exhibit 4.2 to Verizon's Current Report on Form 8-K filed on October 27, 2017).
8. Form of Global Note representing the Company's 2.875% Notes due 2038 (incorporated by reference to Exhibit 4.3 to Verizon's Current Report on Form 8-K filed on October 27, 2017).
9. Form of Global Note representing the Company's 3.375% Notes due 2036 (incorporated by reference to Exhibit 4.4 to Verizon's Current Report on Form 8-K filed on October 27, 2017).

**SIGNATURES**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Verizon Communications Inc.

Date: October 31, 2017

By: /s/ William L. Horton, Jr.  
William L. Horton, Jr.

Senior Vice President, Deputy General Counsel and Corporate  
Secretary