

VERIZON COMMUNICATIONS INC

Form 424B2

February 25, 2019

**CALCULATION OF REGISTRATION FEE**

<b>Title of Each Class of Securities Offered</b>	<b>Maximum Aggregate Offering Price</b>	<b>Amount of Registration Fee<sup>(1)</sup></b>
3.700 % Verizon InterNotes® due February 15, 2029	\$1,024,000	\$124.11
4.550 % Verizon InterNotes® due February 15, 2049	\$5,536,000	\$670.96

(1) Calculated in accordance with Rule 457(r) under the Securities Act of 1933, as amended

Filed under Rule 424(b)(2), File No. 333-213439

**Pricing Supplement No. 54 Dated Monday, February 25, 2019 (To: Prospectus dated September 1, 2016 and Prospectus Supplement Dated: May 15, 2017)**

<b>Principal Amount</b>	<b>Selling Price</b>	<b>Gross Concession</b>	<b>Net Proceeds</b>	<b>Coupon Type</b>	<b>Coupon Rate</b>	<b>Coupon Frequency</b>	<b>Maturity Date</b>	<b>1st Coupon Date</b>	<b>1st Coupon Amount</b>	<b>Survivor Option</b>	<b>Survivor s</b>
1000.00	100.00%	1.800%	\$1,005,568.00	Fixed	3.700%	Semi-Annual	02/15/2029	8/15/2019	\$17.16	Yes	Sen
on: Callable at 100% on 2/15/2020 and any time thereafter with 30 Calendar Days Notice.											
1000.00	100.00%	3.150%	\$5,361,616.00	Fixed	4.550%	Semi-Annual	02/15/2049	8/15/2019	\$21.11	Yes	Sen
on: Callable at 100% on 2/15/2024 and any time thereafter with 30 Calendar Days Notice.											

Verizon Communications Inc.

Offering Date: Tuesday, February 19, 2019 through Monday, February 25, 2019

Verizon

Jersey 07920-1097

Trade Date: Monday, February 25, 2019 @ 12:00 PM ET

Settle Date: Thursday, February 28, 2019

Prospectus dated September 1,

Minimum Denomination/Increments: \$1,000.00/\$1,000.00

Supplement

Initial trades settle flat and clear SDFS: DTC Book Entry only

DTC Number 0235 via RBC Dain Rauscher Inc

Joint Lead Manager and Lead Agent: Incapital

Agents: BofA Merrill Lynch, Citigroup, Morgan Stanley, RBC Capital Markets, Wells Fargo Advisors

Except for Notes sold to level-fee accounts, Notes offered to the public will be offered at the public offering price set forth in this Pricing Supplement. Agents purchasing Notes on an agency

basis for non-level fee client accounts shall purchase Notes at the public offering price. Notes purchased by the Agents for their own account may be purchased at the public offering price less the applicable concession. Notes purchased by the Agents on behalf of level-fee accounts may be sold to such accounts at the applicable concession to the public offering price, in which case, such Agents will not retain any portion of the sales price as compensation.

If the maturity date or an interest payment date for any note is not a business day (as defined in the prospectus supplement), principal, premium, if any, and interest for that note is paid on the next business day, and no interest will accrue from, and after, the maturity date or interest payment date.

The Verizon InterNotes® will be represented by a Master Note in fully registered form, without coupons. The Master Note will be deposited with, or on behalf of, DTC and registered in the name of a nominee of DTC, as depository, or another depository as may be named in a subsequent pricing supplement.