

Armstrong Timothy M
Form 3
January 10, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â Armstrong Timothy M
(Last) (First) (Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)
01/01/2018

3. Issuer Name **and** Ticker or Trading Symbol
VERIZON COMMUNICATIONS INC [VZ]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

VERIZON
COMMUNICATIONS
INC.,Â 1095 AVENUE OF THE
AMERICAS

(Street)

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
EVP and President and CEO-Oath

NEW YORK,Â NYÂ 10036

(City) (State) (Zip)

6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ 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

2,200

I

By Armstrong Family
Investment, LLC

Common Stock

166

I

By 401(k)

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

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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	3,496	\$ (1)
					I
Restricted Stock Units - 2016-2018 Award Cycle	Â (2)	Â (2)	Common Stock	25,133	\$ (2)
					D
Restricted Stock Units - 2017-2020 Award Cycle	Â (3)	Â (3)	Common Stock	24,848	\$ (3)
					D
					Â
					By Deferred Compensation Plan

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Armstrong Timothy M VERIZON COMMUNICATIONS INC. 1095 AVENUE OF THE AMERICAS NEW YORK, NY 10036	Â	Â	Â EVP and President and CEO-Oath	Â

Signatures

William L. Horton, Jr. attorney-in-fact for Timothy M.
Armstrong

01/10/2018

__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 12,261.122 units held as of January 1, 2018.

(2) Each Restricted Stock Unit (RSU) represents the right to receive one share of common stock, plus accrued dividends, on the payment date following the date 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.

(3) Each Restricted Stock Unit (RSU) represents the right to receive one share of common stock, plus accrued dividends, on the payment date following the date 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, the RSUs will vest in three equal annual installments beginning March 3, 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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