

VERIZON COMMUNICATIONS INC
Form FWP
September 09, 2014

Filed Pursuant to Rule 433

Registration No. 333-190954

Final Term Sheet

September 9, 2014

VERIZON COMMUNICATIONS INC.

\$870,000,000 4.80% Notes due 2044

Issuer:	Verizon Communications Inc. (the Company)
Title of Securities:	4.80% Notes due 2044 (the Notes)
Trade Date:	September 9, 2014
Settlement Date (T+10):	September 23, 2014
Maturity Date:	September 23, 2044
Aggregate Principal Amount Offered:	\$870,000,000
Price to Public (Issue Price):	100% plus accrued interest, if any, from September 23, 2014
Gross Spread:	0.10%
Price to Company:	99.90%
Interest Rate:	4.80% per annum
Interest Payment Dates:	Semiannually on each March 23 and September 23, commencing March 23, 2015
Denominations:	Minimum of \$100,000 and integral multiples of \$1,000 in excess thereof.
Optional Redemption:	Not redeemable prior to September 23, 2015. On each September 23 on or after September 23, 2015 the Notes will be redeemable on not less than 30 nor more than 60 days notice, in whole but not in part, at the option of the Company, at 100% of the principal amount of the Notes being redeemed plus accrued and unpaid interest to the date of redemption.

Underwriter Allocation:	Principal Amount of Notes
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E.Sun Commercial Bank, Ltd.	\$ 400,000,000
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MasterLink Securities Corporation	470,000,000
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	\$ 870,000,000
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**Global Structuring Agent and
Coordinator:**

Morgan Stanley & Co. LLC

Junior Structuring Agents:

Blaylock Beal Van, LLC

Great Pacific Securities

Guzman & Company

Muriel Siebert & Co., Inc.

Structuring Agents Commission: \$5,655,000

Reference Document:

Preliminary Prospectus Supplement, subject to completion, dated September 8, 2014,
Prospectus dated September 8, 2014

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by contacting the issuer at:

Investor Relations

Verizon Communications Inc.

One Verizon Way

Basking Ridge, New Jersey 07920

Telephone: (212) 395-1525

Internet Site: www.verizon.com/investor

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