

VERIZON COMMUNICATIONS INC
Form 4
October 26, 2015

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
WALDEN MARNI M

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
10/22/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP&Pres of Prod Innov&New Bus

VERIZON COMMUNICATIONS INC., 1095 AVENUE OF THE AMERICAS

(Street)

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

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

NEW YORK, NY 10036

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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

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.

SEC 1474 (9-02)

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Phantom Stock (unitized)	(1)	10/22/2015		A	109.203	(1) (1)	Common Stock	31

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WALDEN MARNI M VERIZON COMMUNICATIONS INC. 1095 AVENUE OF THE AMERICAS NEW YORK, NY 10036				EVP&Pres of Prod Innov&New Bus

Signatures

William L. Horton, Jr., Attorney-in-fact for Marni M. Walden
 **Signature of Reporting Person
 Date 10/26/2015

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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.
- (2) Includes phantom stock acquired through dividend reinvestment.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. 1.94%;">

Director

November 30, 2004

/s/ J. Michael Brown

J. Michael Brown

Director

November 30, 2004

/s/ Susan Stout Tamme

Susan Stout Tamme

Director

November 30, 2004

/s/ A. Scott Trager

A. Scott Trager

Vice Chairman and Director

November 30, 2004

The Holding Company Deferred Compensation Plan. Pursuant to the requirements of the Securities Act, the trustees (or other persons who administer the employee benefit plan) have duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Louisville, Commonwealth of Kentucky on November 30, 2004.

REPUBLIC BANCORP, INC.,
as Plan Administrator of the Republic Bancorp, Inc. Non-Employee Director and
Key Employee Deferred Compensation Plan

By: /s/ Bill Petter
Name: Bill Petter
Title: Director

The Bank Deferred Compensation Plan. Pursuant to the requirements of the Securities Act, the trustees (or other persons who administer the employee benefit plan) have duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Louisville, Commonwealth of Kentucky on November 30, 2004.

REPUBLIC BANK & TRUST COMPANY,
as Plan Administrator of the Republic Bank & Trust Company Non-Employee
Director and Key Employee Deferred Compensation Plan

By: /s/ Bill Petter
Name: Bill Petter
Title: Director

EXHIBIT INDEX

Exhibit No.	Description
4.1*	Republic Bancorp, Inc. Non-Employee Director and Key Employee Deferred Compensation Plan
4.2*	Republic Bank & Trust Company Non-Employee Director and Key Employee Deferred Compensation Plan
5.1	Opinion as to the legality of the securities being registered.
23.1	Consent of Counsel (included in Exhibit 5.1 hereto).
23.2	Consent of Crowe Chizek and Company LLC.
24.1	Powers of Attorney (included in the signature page of this Registration Statement).

* Incorporated by reference to the relevant exhibit to the Company's Current Report on Form 8-K dated November 18, 2004 and filed with the Commission.