

VERIZON COMMUNICATIONS INC

Form FWP

February 08, 2008

**VERIZON COMMUNICATIONS INC.**

**\$750,000,000 4.35% Notes due 2013**  
**\$1,500,000,000 5.50% Notes due 2018**  
**\$1,750,000,000 6.40% Notes due 2038**

**Issuer:** Verizon Communications Inc.

**Title of Securities:** 4.35% Notes due 2013 (the Notes due 2013 )  
5.50% Notes due 2018 (the Notes due 2018 )  
6.40% Notes due 2038 (the Notes due 2038 )

**Trade Date:** February 7, 2008

**Settlement Date (T+3):** February 12, 2008

**Maturity Date:** Notes due 2013: February 15, 2013  
Notes due 2018: February 15, 2018  
Notes due 2038: February 15, 2038

**Aggregate Principal Amount Offered:** Notes due 2013: \$750,000,000  
Notes due 2018: \$1,500,000,000  
Notes due 2038: \$1,750,000,000

**Price to Public (Issue Price):** Notes due 2013: 99.724% plus accrued interest, if any, from February 12, 2008  
Notes due 2018: 99.756% plus accrued interest, if any, from February 12, 2008  
Notes due 2038: 99.051% plus accrued interest, if any, from February 12, 2008

**Gross Spread:** Notes due 2013: 0.350%  
Notes due 2018: 0.450%  
Notes due 2038: 0.875%

**Price to Verizon:** Notes due 2013: 99.374%  
Notes due 2018: 99.306%  
Notes due 2038: 98.176%

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**Underwriter Reimbursement of Verizon Expenses:** Underwriters to reimburse \$1,177,000 of Verizon expenses.

**Interest Rate:** Notes due 2013: 4.35% per annum  
Notes due 2018: 5.50% per annum  
Notes due 2038: 6.40% per annum

**Interest Payment Dates:** Semi-annually on each February 15 and August 15, commencing August 15, 2008.

**Denominations:** Minimum of \$2,000 and integral multiples of \$1,000 in excess of \$2,000.

**Optional Redemption:** Notes due 2013: Make-whole call at any time at 100% of discounted present value at Treasury Rate plus 25 basis points.  
Notes due 2018: Make-whole call at any time at 100% of discounted present value at Treasury Rate plus 30 basis points.  
Notes due 2038: Make-whole call at any time at 100% of discounted present value at Treasury Rate plus 35 basis points.

**Joint Bookrunners:** Notes due 2013: Credit Suisse Securities (USA) LLC, Greenwich Capital Markets, Inc. and J.P. Morgan Securities Inc.

Notes due 2018: Goldman, Sachs & Co., J.P. Morgan Securities Inc. and UBS Securities LLC

Notes due 2038: Barclays Capital Inc., Citigroup Global Markets Inc. and J.P. Morgan Securities Inc.

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**Allocation:**

	Notes Due 2013	Notes Due 2018	Notes Due 2038
Barclays Capital Inc.	\$ 22,500,000	\$ 45,000,000	\$ 420,000,000
Citigroup Global Markets Inc.	22,500,000	45,000,000	420,000,000
Credit Suisse Securities (USA) LLC	180,000,000	45,000,000	52,500,000
Goldman, Sachs & Co.	22,500,000	360,000,000	52,500,000
Greenwich Capital Markets, Inc.	180,000,000	45,000,000	52,500,000
J.P. Morgan Securities Inc.	180,000,000	360,000,000	420,000,000
UBS Securities LLC	22,500,000	360,000,000	52,500,000
Bear, Stearns & Co. Inc.	22,500,000	45,000,000	52,500,000
Mistubishi UFJ Securities International plc	22,500,000	45,000,000	52,500,000
RBC Capital Markets Corporation	22,500,000	45,000,000	52,500,000
Wachovia Capital Markets, LLC	22,500,000	45,000,000	52,500,000
Blaylock Robert Van, LLC	7,500,000	0	17,500,000
Guzman & Company	7,500,000	15,000,000	0
Loop Capital Markets, LLC	7,500,000	0	17,500,000
Muriel Siebert & Co., Inc.	0	15,000,000	17,500,000
Samuel A. Ramirez & Co., Inc.	7,500,000	15,000,000	0
The Williams Capital Group, LP.	0	15,000,000	17,500,000
	\$ 750,000,000	\$ 1,500,000,000	\$ 1,750,000,000

**Reference Document:**

Prospectus Supplement, subject to completion, dated February 7, 2008;  
Prospectus dated February 7, 2008

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](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you

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the prospectus if you request it by calling Barclays Capital Inc. toll-free at 1 (888) 227-2275 Ext. 2663, Citigroup Global Markets Inc. toll-free at 1 (877) 858-5407, Credit Suisse Securities (USA) LLC toll-free at 1 (800) 221-1037, Goldman, Sachs & Co. toll-free at 1 (866) 471-2526, J.P. Morgan Securities Inc. collect at 1 (212) 834-4533, Greenwich Capital Markets, Inc. toll-free at 1 (866) 884-2071 or UBS Securities LLC toll-free at 1 (888) 827-6444 Ext. 561-3884.

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