

VERIZON COMMUNICATIONS INC

Form FWP

April 02, 2008

**Filed Pursuant to Rule 433**  
**Registration No. 333-143744**

Final Term Sheet

April 1, 2008

**VERIZON COMMUNICATIONS INC.**  
**\$1,250,000,000 5.250% Notes due 2013**  
**\$1,500,000,000 6.100% Notes due 2018**  
**\$1,250,000,000 6.900% Notes due 2038**

**Issuer:** Verizon Communications Inc.

**Title of Securities:** 5.250% Notes due 2013 (the Notes due 2013 )  
6.100% Notes due 2018 (the Notes due 2018 )  
6.900% Notes due 2038 (the Notes due 2038 )

**Trade Date:** April 1, 2008

**Settlement Date (T+3):** April 4, 2008

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

**Aggregate Principal Amount Offered:** Notes due 2013: \$1,250,000,000  
Notes due 2018: \$1,500,000,000  
Notes due 2038: \$1,250,000,000

**Price to Public (Issue Price):** Notes due 2013: 99.579% plus accrued interest, if any, from April 4, 2008  
Notes due 2018: 99.479% plus accrued interest, if any, from April 4, 2008  
Notes due 2038: 98.724% plus accrued interest, if any, from April 4, 2008

**Gross Spread:** Notes due 2013: .350%  
Notes due 2018: .450%  
Notes due 2038: .750%

**Price to Verizon:** Notes due 2013: 99.229%  
Notes due 2018: 99.029%  
Notes due 2038: 97.974%

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|--------------------------------|--|
| <b>Interest Rate:</b>          | Notes due 2013: 5.250% per annum<br>Notes due 2018: 6.100% per annum<br>Notes due 2038: 6.900% per annum   |
| <b>Interest Payment Dates:</b> | Semi-annually on each April 15 and October 15, commencing October 15, 2008.  |
| <b>Denominations:</b>          | Minimum of \$2,000 and integral multiples of \$1,000 in excess of \$2,000.   |
| <b>Optional Redemption:</b>    | Notes due 2013: Make-whole call at any time at 100% of discounted present value at Treasury Rate plus 40 basis points.<br>Notes due 2018: Make-whole call at any time at 100% of discounted present value at Treasury Rate plus 40 basis points.<br>Notes due 2038: Make-whole call at any time at 100% of discounted present value at Treasury Rate plus 40 basis points. |
| <b>Joint Bookrunners:</b>      | Notes due 2013 and Notes due 2018: Banc of America Securities LLC, Lehman Brothers Inc. and Morgan Stanley & Co. Incorporated<br><br>Notes due 2038: Banc of America Securities LLC, Barclays Capital Inc. and Credit Suisse Securities (USA) LLC  |

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**Allocation:**

|  | Notes Due 2013   | Notes Due 2018   | Notes Due 2038   |
|--|------------------|------------------|------------------|
| Banc of America Securities LLC                     | \$ 287,500,000   | \$ 345,000,000   | \$ 287,500,000   |
| Barclays Capital Inc.                              | 37,500,000       | 45,000,000       | 287,500,000      |
| Credit Suisse Securities (USA) LLC                 | 37,500,000       | 45,000,000       | 287,500,000      |
| Lehman Brothers Inc.                               | 287,500,000      | 345,000,000      | 37,500,000       |
| Morgan Stanley & Co. Incorporated                  | 287,500,000      | 345,000,000      | 37,500,000       |
| Citigroup Global Markets Inc.                      | 37,500,000       | 45,000,000       | 37,500,000       |
| Goldman, Sachs & Co.                               | 37,500,000       | 45,000,000       | 37,500,000       |
| Greenwich Capital Markets, Inc.                    | 37,500,000       | 45,000,000       | 37,500,000       |
| J.P. Morgan Securities Inc.                        | 37,500,000       | 45,000,000       | 37,500,000       |
| Merrill Lynch, Pierce, Fenner & Smith Incorporated | 37,500,000       | 45,000,000       | 37,500,000       |
| Wachovia Capital Markets, LLC                      | 37,500,000       | 45,000,000       | 37,500,000       |
| UBS Securities LLC                                 | 37,500,000       | 45,000,000       | 37,500,000       |
| Guzman & Company                                   | 0                | 0                | 12,500,000       |
| Loop Capital Markets, LLC                          | 12,500,000       | 15,000,000       | 0                |
| Mitsubishi UFJ Securities International plc        | 12,500,000       | 15,000,000       | 12,500,000       |
| Muriel Siebert & Co., Inc.                         | 12,500,000       | 15,000,000       | 0                |
| RBC Capital Markets Corporation                    | 12,500,000       | 15,000,000       | 12,500,000       |
| The Williams Capital Group, L.P.                   | 0                | 0                | 12,500,000       |
|  | \$ 1,250,000,000 | \$ 1,500,000,000 | \$ 1,250,000,000 |

**Reference Document:** Prospectus Supplement, subject to completion, dated April 1, 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 the prospectus if you request it by calling Banc of America Securities LLC toll-free at 1 (800) 294-1322, Barclays Capital Inc. toll-free at 1 (800) 227-2275, Ext. 2663, Credit Suisse Securities (USA) LLC toll-free at 1 (800) 221-1037, Lehman Brothers Inc. toll-free at 1 (888) 603-5847 or Morgan Stanley & Co. Incorporated toll-free at 1 (866) 718-1649.**

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