

SEIDENBERG IVAN G  
Form 4  
August 09, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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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 \*  
SEIDENBERG IVAN G

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)  
08/06/2010

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman and CEO

VERIZON COMMUNICATIONS INC., 140 WEST STREET, 29TH FLOOR

(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 10007

(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)	Price		
				Code	V	Amount	

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

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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. Title and Amount of Underlying Securities (Instr. 3 and 4)
Phantom Stock (unitized)	<u>(1)</u>	08/06/2010		A	504.067	<u>(1)</u> <u>(1)</u>	Common Stock	145

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SEIDENBERG IVAN G VERIZON COMMUNICATIONS INC. 140 WEST STREET, 29TH FLOOR NEW YORK, NY 10007	X		Chairman and CEO	

## Signatures

William L. Horton, Jr., Attorney-in-fact for Seidenberg, Ivan G. 08/09/2010

\_\_\_\_\_  
\*\*Signature of Reporting Person Date

## 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. I as Title: Director VIACOM INTERNATIONAL INC. By: /s/ Michael D. Fricklas ----- Name: Michael D. Fricklas Title: Executive Vice President, General Counsel and Secretary VIACOM INC. By: /s/ Michael D. Fricklas ----- Name: Michael D. Fricklas Title: Executive Vice President, General Counsel and Secretary NAIRI, INC. By: /s/ Sumner M. Redstone ----- Name: Sumner M. Redstone, Title: Chairman and President NATIONAL AMUSEMENTS, INC. By: /s/ Sumner M. Redstone ----- Name: Sumner M. Redstone, Title: Chief Executive Officer By: /s/ Sumner M. Redstone ----- Name: Sumner M. Redstone, Individually PAGE 9 of 10 Exhibit to Schedule 13D JOINT FILING AGREEMENT The undersigned hereby agree that the Statement on Schedule 13D, dated March 27, 1995 (the "Schedule 13D"), with respect to the Common Stock, par value \$1.50 per share, of SBS Broadcasting SA (formerly named Scandinavian Broadcasting System SA) is, and any amendments executed by us shall be, filed on behalf of each of us pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange

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Act of 1934, as amended, and that this Agreement shall be included as an exhibit to the Schedule 13D and each such amendment. Each of the undersigned agrees to be responsible for the timely filing of the Schedule 13D and any amendments thereto, and for the completeness and accuracy of the information concerning itself contained therein. This agreement may be executed in any number of counterparts, all of which taken together shall constitute one and the same instrument. IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 13th day of February, 2001. VIACOM INTERNATIONAL (NETHERLANDS) B.V. By: /s/ Michael D. Fricklas  
----- Name: Michael D. Fricklas Title: Director VIACOM INTERNATIONAL INC. By: /s/ Michael D. Fricklas ----- Name: Michael D. Fricklas Title: Executive Vice President, General Counsel and Secretary VIACOM INC. By: /s/ Michael D. Fricklas ----- Name: Michael D. Fricklas Title: Executive Vice President, General Counsel and Secretary NAIRI, INC. By: /s/ Sumner M. Redstone  
----- Name: Sumner M. Redstone, Title: Chairman and President NATIONAL AMUSEMENTS, INC. By: /s/ Sumner M. Redstone ----- Name: Sumner M. Redstone, Title: Chief Executive Officer By: /s/ Sumner M. Redstone ----- Name: Sumner M. Redstone, Individually PAGE 10 of 10