

FRONTIER COMMUNICATIONS CORP  
Form S-8 POS  
April 24, 2015

**As filed with the Securities and Exchange Commission on April 24, 2015**

**Registration No. 333-151246**

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

**POST-EFFECTIVE**  
**AMENDMENT NO. 1**  
**TO**  
**FORM S-8**  
**REGISTRATION STATEMENT**  
***UNDER***  
***THE SECURITIES ACT OF 1933***

**FRONTIER COMMUNICATIONS CORPORATION**  
**(Exact Name of Registrant as Specified in Its Charter)**

**Delaware**  
**(State or Other Jurisdiction of**  
**Incorporation or Organization)**

**06-0619596**  
**(I.R.S. Employer**  
**Identification Number)**

**3 High Ridge Park**

**Stamford, Connecticut**  
**(Address of Principal Executive Offices)**  
**Citizens 401(k) Savings Plan**  
**(Full Title of Plans)**

**06905**  
**(Zip Code)**

*Copies to:*

**John M. Jureller**

**J. Eric Maki, Esq.**

**Executive Vice President and Chief Financial Officer**

**Jones Day**

**Frontier Communications Corporation**

**222 East 41st Street**

**3 High Ridge Park**

**New York, New York 10017**

**Stamford, Connecticut 06905**  
**(Name and Address of Agent for Service)**

**(212) 326-3939**

**(203) 614-5600**

**(Telephone Number, Including Area Code, of Agent for Service)**

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer  (Do not check if a smaller reporting company)

Smaller reporting company

**EXPLANATORY NOTE**

This Post-Effective Amendment (this Amendment ) relates to the Registration Statement on Form S-8 (No. 333-151246) (the Registration Statement ) filed by Frontier Communications Corporation, a Delaware corporation (the Company ), with the Securities and Exchange Commission on May 29, 2008 with respect to the Citizens 401(k) Savings Plan (the Plan ). In accordance with the undertaking contained in the Registration Statement pursuant to Item 512(a)(3) of Regulation S-K, the Company is filing this Amendment to remove from registration, by means of a post-effective amendment, all of the shares of common stock under the Plan which were registered under the Registration Statement and remain unsold as of the date of this Amendment. Concurrently with the filing of this Amendment, the Company is filing a new registration statement on Form S-8 to register the shares of common stock issuable under certain existing plans.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, as amended (the Securities Act ), the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8, and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Stamford, State of Connecticut, on the 24th day of April, 2015.

**FRONTIER COMMUNICATIONS  
CORPORATION**

By: /s/ John M. Jureller  
John M. Jureller

Executive Vice President and Chief  
Financial Officer

No other person is required to sign this Post-Effective Amendment in reliance upon Rule 478 under the Securities Act.