



Verizon Communications Inc.

Medium Term Notes due:

17 February 2023;

17 February 2025;

17 August 2027.

Final Investor Term Sheet

*This term sheet is for informational purposes only and is not an offer of the Notes (as defined below). The information contained herein is subject to, and must be read in conjunction with, the terms and conditions of the Notes described in the Information Memorandum (as defined below) and the final pricing supplement describing this issue of Notes. All capitalized terms used but not defined herein shall have the meaning set forth in the Information Memorandum. **The Notes have not been and will not be registered under the United States Securities Act of 1933, as amended.***

| | | | |
|---|---|------------------|----------------|
| Issuer: | Verizon Communications Inc. (" Issuer ") | | |
| Issue Type: | Australian Dollar Medium Term Notes (" Notes ") issued under the Issuer's Australian Dollar Debt Issuance Program | | |
| Issuer Rating: | Baa1 / BBB+ / A- (Moody's / S&P / Fitch) (All Stable outlook) | | |
| Expected Instrument Rating: | Baa1 / BBB+ / A- (Moody's / S&P / Fitch) | | |
| Status and ranking of the Notes: | Notes will constitute direct, unconditional, unsubordinated and (subject to Condition 4.2 ("Negative pledge") of the Notes) unsecured obligations of the Issuer which will rank pari passu without any preference among themselves and at least pari passu with all other present and future unsecured and unsubordinated obligations of the Issuer, save for such as may be preferred by mandatory provisions of applicable law. | | |
| Documentation: | The Issuer's Australian Dollar Debt Issuance Program Information Memorandum dated 28 July 2017 (the " Information Memorandum ") | | |
| Joint Lead Managers: | Deutsche Bank AG, Sydney Branch and J.P. Morgan Australia Limited | | |
| Co-Manager: | UBS AG, Australia Branch | | |
| Launch Date: | 3 August 2017 | | |
| Pricing Date: | 4 August 2017 | | |
| Settlement Date: | 17 August 2017 (T+8) | | |
| Record Date: | 5.00pm Sydney time on the eighth calendar day before the relevant date for payment | | |
| Currency: | Australian Dollars | | |
| Format: | Fixed rate notes | | |
| Tenor: | 5.5 year | 7.5 year | 10 year |
| Maturity: | 17 February 2023 | 17 February 2025 | 17 August 2027 |
| Amount: | \$550 million | \$450 million | \$700 million |
| Coupon¹: | 3.50% | 4.05% | 4.50% |
| Benchmark rate: | Relevant semi-quarterly coupon matched asset swap | | |
| Re-offer spread to Benchmark: | +122 bps | +157 bps | +185 bps |
| Re-offer Yield: | 3.5450% | 4.0875% | 4.5525% |
| Re-offer Price: | 99.777% | 99.760% | 99.582% |
| ISIN: | AU3CB0246213 | AU3CB0246221 | AU3CB0246239 |

¹ Paid semi-annually in arrears





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|--|--|-----------|-----------|
| Common code: | 166272831 | 166272866 | 166272882 |
| Coupon Payment Dates: | Each 17 August and 17 February until the Maturity Date, subject to Business Day Convention; commencing on 17 February 2018 | | |
| Day Count Fraction: | RBA Bond Basis | | |
| Business Day Convention: | Following Business Day | | |
| Business Days: | Sydney and New York | | |
| Redemption Basis: | Redemption at par | | |
| Listing: | Unlisted | | |
| Denominations: | Integral multiples of A\$10,000. The minimum consideration payable when issued or transferred in or into Australia will be A\$500,000, subject to limited exceptions | | |
| Registrar/ IPA / Calculation Agent: | BTA Institutional Services Australia Limited | | |
| Settlement: | Austraclear, Euroclear and Clearstream | | |
| Governing Law: | Laws of the State of New South Wales, Australia | | |
| Interest Withholding Tax: | Payments of interest in respect of the Notes should not be subject to Australian or U.S. interest withholding tax. See the Information Memorandum for further information on Australian and U.S. interest withholding tax and the consequences if any such tax were to be imposed. | | |
| Selling Restrictions: | As set out in the Information Memorandum. Securities cannot be offered or sold to any U.S. persons. | | |
| Use of Proceeds: | General corporate purposes, including, subject to market conditions, the refinancing or repayment of outstanding debt | | |

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