

FRONTIER COMMUNICATIONS CORP  
Form 8-A12B  
June 10, 2015

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

**FORM 8-A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES**  
**PURSUANT TO SECTION 12(b) OR (g) OF**  
**THE SECURITIES EXCHANGE ACT OF 1934**

**Frontier Communications Corporation**  
**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State of incorporation or organization)**

**06-0619596**  
**(I.R.S. Employer Identification No.)**

**3 High Ridge Park,**  
**Stamford, Connecticut**  
**(Address of principal executive offices)**

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

**Securities to be registered pursuant to Section 12(b) of the Act:**

<b>Title of each class to be so registered</b>	<b>Name of each exchange on which each class is to be registered</b>
<b>Frontier Communications Corporation 11.125%</b>	<b>The NASDAQ Global Select Market</b>

**Mandatory**

**Convertible Preferred Stock, Series A**

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates: **333-203537**

Securities to be registered pursuant to Section 12(g) of the Act:

**None**

**(Title of class)**

**Item 1. Description of Registrants Securities to be Registered.**

For a description of the securities to be registered hereunder, reference is made to the information set forth under the heading "Description of Mandatory Convertible Preferred Stock" in the Registrant's Prospectus Supplement, dated June 4, 2015, to the Prospectus, dated April 20, 2015, which constitutes a part of the Registrant's Registration Statement on Form S-3 (File No. 333-203537), filed under the Securities Act of 1933, as amended, which information is hereby incorporated herein by reference.

**Item 2. Exhibits.**

<b>Exhibit No.</b>	<b>Description</b>
3.1	Restated Certificate of Incorporation (Incorporated by reference to the filing of such exhibit with the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2000).
3.2	Certificate of Amendment of Restated Certificate of Incorporation, effective July 31, 2008 (Incorporated by reference to the filing of such exhibit with the Registrant's Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2008).
3.3	Certificate of Amendment of Restated Certificate of Incorporation, effective June 28, 2010 (Incorporated by reference to the Current Report on Form 8-K of the Registrant, as filed with the SEC on July 1, 2010).
3.4	By-laws, as amended February 6, 2009 (Incorporated by reference to the Current Report on Form 8-K of the Registrant, as filed with the SEC on February 6, 2009).
3.5	Certificate of Designations of 11.125% Mandatory Convertible Preferred Stock, Series A (Incorporated by reference to the Current Report on Form 8-K of the Registrant, as filed with the SEC on June 10, 2015).
4.1	Specimen 11.125% Mandatory Convertible Preferred Stock, Series A, share certificate (Incorporated by reference to the Current Report on Form 8-K of the Registrant, as filed with the SEC on June 10, 2015).

**SIGNATURES**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: June 10, 2015

Frontier Communications Corporation

By: /s/ Mark D. Nielsen  
Mark D. Nielsen  
Executive Vice President,  
General Counsel and Secretary