

SEIDENBERG IVAN G
Form 5/A
February 19, 2003

FORM 5

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

OMB APPROVAL

☐ Check this box if no
longer subject to Section 16.
Form 4 or Form 5
obligations may continue.

See Instruction 1(b).

☐ Form 3 Holdings
Reported

☐ Form 4 Transactions
Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP**

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

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1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol			6. Relationship of Reporting Person(s)			
Seidenberg Ivan G.			Verizon Communications Inc. (VZ)			to Issuer (Check all applicable)			
(Last) (First) (Middle)			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			<input checked="" type="checkbox"/> Director — <input type="checkbox"/> 10% Owner — <input checked="" type="checkbox"/> Officer (give title below) — Other (specify below)			
Verizon Communications Inc. 1095 Avenue of the Americas						President and Chief Executive Officer			
(Street)			4. Statement for Month/Year			7. Individual or Joint/Group Filing (Check Applicable Line)			
New York, NY 10036-6797			12/31/2002			<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person			
(City) (State) (Zip)			5. If Amendment, Date of Original (Month/Year)						
			02/14/2003						
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 & 5)			5. Amount of Securities Beneficially Owned at End of Issuer's Fiscal year (Instr. 3 & 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock							65,585	D ⁽¹⁾	
Common Stock							348,484	I	Deferred Compensation
Common Stock							32,226	I	Savings Plan
Common Stock							161,690	I	PSRUs

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 5 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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(e.g., puts, calls, warrants, options, convertible securities)

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. Trans- action Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)		6. Date Exercisable and Expiration Date (Month/Day/ Year)		7. Title and Amount of Underlying Securities (Instr. 3 & 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Owner- ship Form of Deriv- ative Security: Direct (D) or Indirect (I) (Instr. 4)	11. N of Inc Benef Own (Instr
					(A)	(D)	Date Exer-cisable	Expira- tion Date	Title	Amount or Number of Shares				
Stock Option Non-Qualified	\$48.67	01/24/02		A	250,966		01/24/03	01/23/12	Common Stock	250,966	\$48.67		D	
Stock Option Non-Qualified	\$48.67	01/24/02		A	250,967		01/24/04	01/23/12	Common Stock	250,967	\$48.67		D	
Stock Option Non-Qualified	\$48.67	01/24/02		A	250,967		01/24/05	01/23/12	Common Stock	250,967	\$48.67	752,900	D	

Explanation of Responses:

(1) Includes shares held in the Verizon Communications Direct Invest Plan, which have been reported in previous Forms 4

By: /s/ **Robert W. Erb, Attorney-in-fact for**
Seidenberg, Ivan G.

**Signature of Reporting Person

02/19/03

Date

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.
If space is insufficient, See Instruction 6 for procedure.

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