Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2017

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

A This return/report is for:
- [ ] a multiemployer plan
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)
- [X] a single-employer plan
- [ ] a DFE (specify) ___

B This return/report is:
- [ ] the first return/report
- [ ] the final return/report
- [ ] an amended return/report
- [ ] a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [X]

D Check box if filing under:
- [X] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
VERIZON PENSION PLAN FOR MID-ATLANTIC AND SOUTH ASSOCIATES

1b Three-digit plan number (PN) ▶ 018

1c Effective date of plan 01/01/1944

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
VERIZON COMMUNICATIONS INC.

ONE VERIZON WAY,
BASKING RIDGE, NJ 07920

2b Employer Identification Number (EIN)
23-2259884

2c Plan Sponsor's telephone number
908-559-3342

2d Business code (see instructions)
517000

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2018	KEVIN CAMMARATA
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2018	KEVIN CAMMARATA
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address ☐ Same as Plan Sponsor

VERIZON EMPLOYEE BENEFITS COMMITTEE

ONE VERIZON WAY,
BASKING RIDGE, NJ 07920

3b Administrator's EIN: 38-4008214

3c Administrator's telephone number: 908-559-3342

4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report:

a Sponsor's name: VERIZON COMMUNICATIONS INC.

c Plan Name: GTE SOUTHWEST INC. PLAN FOR HOURLY-PAID EMPOYEES' PENSIONS

4b EIN: 23-2259884

4d PN: 018

5 Total number of participants at the beginning of the plan year	**5**	66502
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1) Total number of active participants at the beginning of the plan year	**6a(1)**	16214
a(2) Total number of active participants at the end of the plan year	**6a(2)**	15298
b Retired or separated participants receiving benefits	**6b**	37303
c Other retired or separated participants entitled to future benefits	**6c**	7678
d Subtotal. Add lines **6a(2)**, **6b**, and **6c**	**6d**	60279
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	3905
f Total. Add lines **6d** and **6e**.	**6f**	64184
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	2
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:

1A 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	☒	**R** (Retirement Plan Information)
(2)	☐	**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)	☒	**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	☒	**H** (Financial Information)
(2)	☐	**I** (Financial Information – Small Plan)
(3)	☐	**A** (Insurance Information)
(4)	☒	**C** (Service Provider Information)
(5)	☒	**D** (DFE/Participating Plan Information)
(6)	☐	**G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) .....…… ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ……..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2017 Form M-1 annual report. If the plan was not required to file the 2017 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE SB (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Single-Employer Defined Benefit Plan Actuarial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500 or 5500-SF.**

OMB No. 1210-0110

2017

This Form is Open to Public Inspection

For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of $1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan
VERIZON PENSION PLAN FOR MID-ATLANTIC AND SOUTH ASSOCIATES

B Three-digit plan number (PN) ▶ 018

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF
VERIZON COMMUNICATIONS INC.

D Employer Identification Number (EIN)
23-2259884

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2017

2 Assets:

a Market value	**2a**	4571491016
b Actuarial value	**2b**	4642379709

3 Funding target/participant count breakdown

	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	42601	1879070170	1879070170
b For terminated vested participants	7687	262774040	262774040
c For active participants	16214	1537446690	2074790995
d Total	66502	3679290900	4216635205

4 If the plan is in at-risk status, check the box and complete lines (a) and (b) [ ]

a Funding target disregarding prescribed at-risk assumptions	**4a**	
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	**4b**	
5 Effective interest rate	**5**	5.97 %
6 Target normal cost	**6**	97720611

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE

Signature of actuary

09/13/2018
Date

DANIEL F. MCFALL
Type or print name of actuary

17-04341
Most recent enrollment number

AON CONSULTING, INC.
Firm name

847-295-5000
Telephone number (including area code)

4 OVERLOOK POINT
LINCOLNSHIRE, IL 60069
Address of the firm

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions [ ]

Part II Beginning of Year Carryover and Prefunding Balances

		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	6011973	297496203
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	156848015
9	Amount remaining (line 7 minus line 8)	6011973	140648188
10	Interest on line 9 using prior year's actual return of 7.55 %	453904	10618938
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		607605645
	b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of 6.17%		27811746
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		11842025
	c Total available at beginning of current plan year to add to prefunding balance		647259416
	d Portion of (c) to be added to prefunding balance		647259416
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	6465877	798526542

Part III Funding Percentages

14	Funding target attainment percentage	14	91.00%
15	Adjusted funding target attainment percentage	15	110.09%
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	239.84%
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
03/06/2018	600000000	0			
			Totals ► 18(b)	600000000	18(c) 0

19	Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
	a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
	b Contributions made to avoid restrictions adjusted to valuation date	19b	0
	c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	560470396

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? [X] Yes [ ] No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? [X] Yes [ ] No

c If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:

a Segment rates:

1st segment:	2nd segment:	3rd segment:	
4.16%	5.72%	6.48%	☐ N/A, full yield curve used

b Applicable month (enter code)	**21b**	4
22 Weighted average retirement age	**22**	58

23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes	☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes	☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes	☐ No

27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	**27**	

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	**28**	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	**29**	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	**30**	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):

a Target normal cost (line 6)	**31a**	97720611
b Excess assets, if applicable, but not greater than line 31a	**31b**	0

32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	379247915	92185720
b Waiver amortization installment	0	0

33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	**33**	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	**34**	189906331

	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	6465877	183440454	189906331

36 Additional cash requirement (line 34 minus line 35)	**36**	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	**37**	560470396
38 Present value of excess contributions for current year (see instructions)		
a Total (excess, if any, of line 37 over line 36)	**38a**	560470396
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	**38b**	189906331
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	**39**	0
40 Unpaid minimum required contributions for all years	**40**	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:

a Schedule elected ☐ 2 plus 7 years ☐ 15 years

b Eligible plan year(s) for which the election in line 41a was made ☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011

42 Amount of acceleration adjustment	**42**	
43 Excess installment acceleration amount to be carried over to future plan years	**43**	

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2017** **This Form is Open to Public Inspection.**

For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

A Name of plan
VERIZON PENSION PLAN FOR MID-ATLANTIC AND SOUTH ASSOCIATES

B Three-digit plan number (PN) ▶ 018

C Plan sponsor's name as shown on line 2a of Form 5500
VERIZON COMMUNICATIONS INC.

D Employer Identification Number (EIN)
23-2259884

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

XEROX CORPORATION

16-0468020

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
36 50 49 64	NONE	2668954	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

CONDUENT INCORPORATED

81-2983623

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
36 50 49 64	NONE	2208852	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

AON CONSULTING INC.

22-2232264

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 16 49 50 64	NONE	592429	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

WELLS FARGO & COMPANY

94-1347393

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
13 50	NONE	355786	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

VERIZON COMMUNICATIONS INC.

23-2259884

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
13 50	EMPLOYER	280634	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

DATABANK IMX LLC

25-1921937

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 50	NONE	149260	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

MITCHELL & TITUS, LLP

13-2781641

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 50	NONE	62042	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

DUANE MORRIS LLP

23-1392502

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29 50	NONE	29532	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

REED SMITH LLP

25-0749630

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29 50	NONE	18338	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

METROPOLITAN LIFE INSURANCE

13-5581829

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
12 50	NONE	16000	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2017

This Form is Open to Public Inspection.

For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

A Name of plan
VERIZON PENSION PLAN FOR MID-ATLANTIC AND SOUTH ASSOCIATES

B Three-digit plan number (PN) ▶ 018

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
VERIZON COMMUNICATIONS INC.

D Employer Identification Number (EIN)
23-2259884

Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)

(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: BELL ATLANTIC MASTER TUST

b Name of sponsor of entity listed in (a): VERIZON COMMUNICATIONS INC.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
25-1448208-020	M	4736681364

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2017

This Form is Open to Public Inspection

For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

A Name of plan
VERIZON PENSION PLAN FOR MID-ATLANTIC AND SOUTH ASSOCIATES

B Three-digit plan number (PN) ▶ 018

C Plan sponsor's name as shown on line 2a of Form 5500
VERIZON COMMUNICATIONS INC.

D Employer Identification Number (EIN)
23-2259884

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	684510000	600000000
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	3932476022	4736681364
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	4616986022	5336681364
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j	36929058	
k	Total liabilities (add all amounts in lines 1g through1j)	1k	36929058	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	4580056964	5336681364

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	600000000	
	(B) Participants	2a(1)(B)		
	(C) Others (including rollovers)	2a(1)(C)		
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		600000000
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)		
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		0
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		0
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		610238078
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		1210238078
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	441619650	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		441619650
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	4326835	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	6643997	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		10970832
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		452590482
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		757647596
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		1023196

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified (2) [ ] Qualified (3) [X] Disclaimer (4) [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: MITCHELL & TITUS, LLP (2) EIN: 13-2781641

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. (2) [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		100000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)
FRONTIER COMMUNICATIONS PENSION PLAN	06-0619596	001
AT&T PENSION BENEFIT PLAN	43-1301883	006
GTE FLORIDA INCORPORATED PLAN FOR HOURLY-PAID EMPLOYEES' PENSIONS	23-2259884	017

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ..... ☒ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 4075045. (See instructions.)

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2017

This Form is Open to Public Inspection.

For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

A Name of plan
VERIZON PENSION PLAN FOR MID-ATLANTIC AND SOUTH ASSOCIATES

B Three-digit plan number (PN) ▶ 018

C Plan sponsor's name as shown on line 2a of Form 5500
VERIZON COMMUNICATIONS INC.

D Employer Identification Number (EIN)
23-2259884

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1**

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): _____ _____

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3** 966

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☒ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☒ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☒ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☒

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: 16 % Investment-Grade Debt: 34 % High-Yield Debt: 7 % Real Estate: 9 % Other: 34 %

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☒ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

VERIZON CORPORATE SERVICES GROUP INC. ET AL PENSION PLANS

Financial Statements
As of December 31, 2017 and 2016 and for the years then ended
With Independent Auditor's Report

VERIZON CORPORATE SERVICES GROUP INC. ET AL PENSION PLANS

TABLE OF CONTENTS

Page(s)

INDEPENDENT AUDITOR'S REPORT…… 1 - 2

FINANCIAL STATEMENTS

Statements of Net Assets Available for Benefits and Statements of Changes in Net Assets Available for Benefits for the following Plans:

Verizon Management Pension Plan…… 3
Verizon Pension Plan for Associates ……...……...… 4
GTE Florida Incorporated Plan for Hourly-Paid Employees' Pensions……. 5
Verizon Pension Plan for Mid-Atlantic and South Associates ……..……. 6
Verizon Wireless Retirement Plan……..……. 7

Notes to Financial Statements…… 8 - 26

All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

MITCHELL TITUS

INDEPENDENT AUDITOR'S REPORT

To the Verizon Employee Benefits Committee

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Verizon Management Pension Plan, Verizon Pension Plan for Associates, GTE Florida Incorporated Plan for Hourly-Paid Employees' Pensions, Verizon Pension Plan for Mid-Atlantic and South Associates (formerly the GTE Southwest Incorporated Plan for Hourly-Paid Employees' Pensions) and the Verizon Wireless Retirement Plan, which comprise the statements of net assets available for benefits as of December 31, 2017 and 2016, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 1, which was certified by The Bank of New York Mellon, the trustee of the Plans, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plans' investment assets and

One Battery Park Plaza
New York, NY 10004
T +1 212 709 4500
F +1 212 709 4680
mitchelltitus.com

MITCHELL TITUS

executes investment transactions. The plan administrator has obtained certifications from the trustee as of December 31, 2017 and 2016, and for the years then ended, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Mitchell & Titus, LLP

October 12, 2018

Statements of Net Assets Available for Benefits
As of December 31, 2017 and 2016
(in thousands)

	2017	2016
Assets		
Plan's interest in Master Trust	$ 4,583,317	$ 3,017,332
Employer contribution receivable	-	1,109,430
Total assets	4,583,317	4,126,762
Liabilities		
Transfer to successor trustee payable	-	22,072
Total liabilities	-	22,072
Total net assets available for benefits	**$ 4,583,317**	$ 4,104,690
Plan’s percentage interest in Master Trust	22.7%	22.0%

Statements of Changes in Net Assets Available for Benefits
For the Years Ended December 31, 2017 and 2016
(in thousands)

	2017	2016
Net assets available for benefits at beginning of year	$ 4,104,690	$ 3,507,209
Employer contributions	-	1,109,430
Benefits paid to participants	(505,391)	(561,340)
Administrative expenses	(11,594)	(37,272)
Transfers from other plans sponsored by Verizon	477,099	-
Transfers to successor trustee, net	(1,940)	(122,463)
Allocable share of Master Trust investment activities	520,453	209,126
Net assets available for benefits at end of year	**$ 4,583,317**	$ 4,104,690

The accompanying notes are an integral part of these financial statements.

Statements of Net Assets Available for Benefits
As of December 31, 2017 and 2016
(in thousands)

	2017	2016
Assets		
Plan's interest in Master Trust	$ 9,694,130	$ 7,272,092
Employer contribution receivable	400,000	2,085,552
Total assets	10,094,130	9,357,644
Liabilities		
Transfer to successor trustee payable	-	50,161
Total liabilities	-	50,161
Total net assets available for benefits	**$ 10,094,130**	$ 9,307,483
Plan’s percentage interest in Master Trust	50.0%	50.0%

Statements of Changes in Net Assets Available for Benefits
For the Years Ended December 31, 2017 and 2016
(in thousands)

	2017	2016
Net assets available for benefits at beginning of year	$ 9,307,483	$ 8,027,235
Employer contributions	400,000	2,085,552
Benefit paid to participants	(824,153)	(939,673)
Administrative expenses	(13,090)	(54,719)
Transfers (to) from other plans sponsored by Verizon	(211)	803
Transfers to successor trustee, net	(4,155)	(331,533)
Allocable share of Master Trust investment activities	1,228,256	519,818
Net assets available for benefits at end of year	**$ 10,094,130**	$ 9,307,483

The accompanying notes are an integral part of these financial statements.

Statements of Net Assets Available for Benefits
As of December 31, 2017 and 2016
(in thousands)

	2017	2016
Assets		
Plan's interest in Master Trust	$ 186,281	$ 188,153
Employer contribution receivable	-	20,240
Total assets	186,281	208,393
Liabilities		
Transfer to successor trustee payable	-	25,936
Total liabilities	-	25,936
Total net assets available for benefits	**$ 186,281**	$ 182,457
Plan's percentage interest in Master Trust	0.9%	1.0%

Statements of Changes in Net Assets Available for Benefits
For the Years Ended December 31, 2017 and 2016
(in thousands)

	2017	2016
Net assets available for benefits at beginning of year	$ 182,457	$ 409,234
Employer contributions	-	20,240
Benefits paid to participants	(19,316)	(36,205)
Administrative expenses	(726)	(1,409)
Transfers from (to) other plans sponsored by Verizon	30	(390)
Transfers to successor trustee, net	(1,686)	(227,979)
Allocable share of Master Trust investment activities	25,522	18,966
Net assets available for benefits at end of year	**$ 186,281**	$ 182,457

The accompanying notes are an integral part of these financial statements.

Statements of Net Assets Available for Benefits
As of December 31, 2017 and 2016
(in thousands)

	2017	2016
Assets		
Plan's interest in Master Trust	$ 4,736,681	$ 3,932,476
Employer contribution receivable	600,000	684,510
Total assets	5,336,681	4,616,986
Liabilities		
Transfer to successor trustee payable	-	36,929
Total liabilities	-	36,929
Total net assets available for benefits	**$ 5,336,681**	$ 4,580,057
Plan's percentage interest in Master Trust	26.4%	24.6%

Statements of Changes in Net Assets Available for Benefits
For the Years Ended December 31, 2017 and 2016
(in thousands)

	2017	2016
Net assets available for benefits at beginning of year	$ 4,580,057	$ 4,480,167
Employer contributions	600,000	684,510
Benefit paid to participants	(441,620)	(505,550)
Administrative expenses	(10,971)	(24,348)
Transfers to other plans sponsored by Verizon, net	(26)	(414)
Transfers to successor trustee, net	(997)	(320,843)
Allocable share of Master Trust investment activities	610,238	266,535
Net assets available for benefits at end of year	**$ 5,336,681**	$ 4,580,057

The accompanying notes are an integral part of these financial statements.

Statements of Net Assets Available for Benefits
As of December 31, 2017 and 2016
(in thousands)

	2017	2016
Assets		
Plan's interest in Master Trust	$ -	$ 317,405
Employer contribution receivable	-	125,169
Total net assets available for benefits	$ -	$ 442,574
Plan's percentage interest in Master Trust	0.0%	2.4%

Statements of Changes in Net Assets Available for Benefits
For the Years Ended December 31, 2017 and 2016
(in thousands)

	2017	2016
Net assets available for benefits at beginning of year	$ 442,574	$ 381,511
Employer contributions	-	125,169
Benefits paid to participants	(19,141)	(85,636)
Administrative expenses	(2,624)	(5,582)
Transfer from prior trustee	27	27
Transfers to other plan sponsored by Verizon	(476,892)	-
Allocable share of Master Trust investment activities	56,056	27,085
Net assets available for benefits at end of year	**$ -**	$ 442,574

The accompanying notes are an integral part of these financial statements.

1. Description of the Plans

General

The following description of the Verizon Management Pension Plan (the "VMPP"), Verizon Pension Plan for Mid-Atlantic and South Associates (the "Mid-Atlantic Plan" (formerly the "GTE Southwest Incorporated Plan for Hourly-Paid Employees' Pensions" or the "Southwest Plan")), Verizon Pension Plan for Associates (the "VPPA"), GTE Florida Incorporated Plan for Hourly-Paid Employees' Pensions (the "Florida Plan"), and the Verizon Wireless Retirement Plan (the "Wireless Plan"), (collectively, the "Plans"), provides only general information on the Plans' provisions. Participants should refer to their respective Summary Plan Description and Plan Document for a complete description of the Plans' provisions.

The Plans are sponsored by Verizon Communications Inc. ("Verizon") or one of its subsidiary companies (the "Companies" or "Plan sponsors") and provide pension benefits as set forth in the respective Plan Documents. The Verizon Employee Benefits Committee ("VEBC") is the administrator of the plans.

The Plans are subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Pension Benefits

The Plans are trusteed, noncontributory, defined benefit plans, which cover many of the employees and former employees of the sponsoring Companies. Pension benefits are based on compensation and service or on service only, as defined by the applicable Plan Document.

Generally, the Plans provide vesting for participants with five years of eligible vesting service or upon attainment of normal retirement age. Service with a prior Company or one of its affiliates, as defined by the Plans, is counted for vesting purposes. Prior benefits under merged Plans may have vested under a different schedule. Eligible employees, as defined in the respective Plan Document, typically have the opportunity to elect a lump sum, a life annuity, a joint and survivor annuity, or a certain and life annuity option as a form of retirement benefit payment, subject to the terms of each such plan.

The Wireless Plan was formerly named the Upstate Cellular Network Pension and amended several times to incorporate the pension plans of the various companies acquired by Verizon Wireless and its predecessors (AirTouch Cellular and the Alltel Corporation). The Wireless Plan was amended and restated in 2014, after Verizon acquired the shares of the Cellco Partnership held by Vodafone. Effective December 31, 2017, the Wireless Plan was merged into VMPP. The merger preserved the separate benefit provisions of each plan and did not result in any benefit provisions of the Wireless Plan to become applicable to participants in the VMPP, and vice versa.

The Plans are now closed such that new employees hired on or after the applicable close date are not eligible to participate and earn pension benefits under the Plans. A number of plans or

1. Description of the Plans *(continued)*

component plans are fully frozen with no pay or service accruals (the VMPP (except for certain West Associates) and the Wireless Plan).

Additionally, the majority of the west associates had their average annual compensation frozen according to the dates specified in the collective bargaining agreements.

Verizon offered a lump sum window to eligible participants in the VPPA, the Mid-Atlantic Plan, the Wireless Plan and MCI (a component of the VMPP). Eligible participants were permitted to participate in the Lump Sum Distribution Program generally from May 24, 2016 to July 29, 2016 (the "election window"). Eligible participants had to have terminated employment prior to January 1, 2016, have a vested benefit in the applicable plan(s), and were not otherwise eligible to elect a lump sum distribution under the plan(s). The options available during the election window were (1) lump sum distribution, (2) immediate annuity, or (3) no action.

On April 1, 2016, Verizon sold to Frontier Communications Corporation ("Frontier") its local exchange business and related landline activities in California, Florida and Texas. Pursuant to the Employee Matters Agreement ("EMA"), any Verizon pension benefits under a tax qualified pension plan (other than the Wireless Plan) relating to employees who transferred to Frontier were transferred to a successor pension plan maintained by Frontier. Upon closing of the transaction, approximately $1.0 billion of assets were transferred from the Plans to the successor pension plan sponsored by Frontier and is reflected in the prior period's financial statements as "Transfers to successor trustee." Adjustments for gains and losses and interest from January 1, 2017 to the date of the transfer are reflected in the "Transfers to successor trustee" in the current period's financial statements. Following the Frontier transaction, Verizon Communications Inc. became the sponsor of the VPPA, the Florida Plan and the Southwest Plan.

Effective December 31, 2016, the pre-merger Mid-Atlantic Plan was merged into the Southwest Plan. On January 1, 2017, the post-merger Southwest Plan was renamed as the "Verizon Pension Plan for Mid-Atlantic and South Associates" or the current "Mid-Atlantic Plan."

Components of the Mid-Atlantic Plan, the VPPA and the Florida Plan were amended to reflect the collective bargaining agreements reached in 2016 and 2017. The amendments provide that if a vested participant dies prior to his or her pension commencement date without a designated beneficiary under the plan, or a beneficiary by operation of law, a lump sum will be paid by the Plan to the estate of the deceased participant equal to the amount that would have been paid to a designated beneficiary of the same age at the time of the participant's death.

Funding Policy

The Plans' funding policy is for the Companies to contribute an amount which will meet the minimum funding requirement. The Plans have met the ERISA minimum funding requirements for the years ended December 31, 2017 and 2016. In accordance with the Pension Protection Act of 2006, all plans are required to use the Unit Credit Cost Method to determine the minimum

1. Description of the Plans *(continued)*

contributions to the ongoing plan. Additionally, the Company can make an annual contribution to the 401(h) account of the VMPP and VPPA based upon the maximum deductibility under Section 401(h) of the Internal Revenue Code ("IRC") (see Note 11).

Information Certified by the Trustee

The assets of the Plans are included in the Bell Atlantic Master Trust (the "Master Trust") maintained by the Bank of New York Mellon ("BNY Mellon" or the "Trustee"). With the exception of the fair value hierarchy table in Note 5, all investment information disclosed in the financial statements and footnotes, including investments held at December 31, 2017 and 2016 and the Plans' allocable share of the Master Trust investment activities for the years ended December 31, 2017 and 2016, was obtained or derived from information supplied to the Plan administrator and certified as complete and accurate by BNY Mellon.

2. Basis of Presentation and Summary of Significant Accounting Policies

Basis of Presentation

The accompanying financial statements have been prepared on the accrual basis of accounting and in conformity with generally accepted accounting principles in the United States ("U.S. GAAP").

Use of Estimates

U.S. GAAP requires the Plans' administrator to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Administrative Expenses

Certain administrative fees are charged directly to the Plans as incurred or allocated to the Plans based on their pro rata share of Master Trust assets. Certain administrative expenses related to the Master Trust are allocated to the Plans and reflected in the Master Trust investment activities.

Benefit Payments

Benefit payments to participants are recorded upon distribution.

Plan Transfers

The Plan sponsors are permitted to transfer benefit obligations, subject to the provisions of ERISA, for certain participants who transfer employment between certain Companies that sponsor different pension plans. The Statement of Net Assets Available for Benefits of the Plans as of December 31, 2017 includes net assets that were transferred in and out of the plans due to participant transfers

2. Basis of Presentation and Summary of Significant Accounting Policies *(continued)*

during the 2016 plan year. The impact of participant transfers during the 2015 plan year are included in the Statement of Changes in Net Assets Available for Benefits, as applicable, for the year ended December 31, 2016. The actual amount transferred is adjusted with trust earnings to the date of transfer.

Recently Issued Accounting Standards

In August 2018, the Financial Accounting Standards Board issued the Accounting Standards Update ("ASU") No. 2018-13, "Changes to the Disclosure Requirements for Fair Value Measurements." This ASU removes the requirements to disclose the amount of and reasons for transfers between Level 1 and Level 2 of the fair value hierarchy, the policy for timing of level transfers, and the valuation processes for Level 3 fair value measurements. This ASU requires entities that calculate NAV to disclose the timing of liquidation of an investee's assets and the date when redemption restrictions might lapse, only if the timing was communicated to the entity or publicly announced, and disclose information on measurement uncertainty as of the reporting date. In addition, this ASU will require entities to present the changes in unrealized gains and losses for recurring Level 3 fair value measurements, as well as the range and weighted average of significant unobservable inputs used to develop Level 3 fair value measurements, based on materiality. The amendments in this ASU are effective for fiscal years beginning after December 15, 2019. All amendments, with the exception of the disclosures on changes in unrealized gains and losses, Level 3 unobservable inputs and measurement uncertainty information, will be applied retrospectively. Early adoption is permitted. The Plan Sponsor is currently evaluating the impact that this ASU will have on the presentation of the Plan's fair value measurement disclosures.

In February 2017, the Financial Accounting Standards Board issued the ASU No. 2017-06, "Employee Benefit Plan Master Trust Reporting." This ASU requires an employee benefit plan to disclose the plan's percentage interest in a master trust and a list of the investments held by the master trust, presented by general type, within the plan's financial statements. This ASU also removes the requirement to disclose the plan's overall percentage interest in a master trust for plans with divided interests and require that all plans disclose the dollar amount of their interest in each general type of investment. In addition, the ASU requires the disclosure of the master trust's other asset and liability balances and the dollar amount of the plan's interest in each of those balances. The amendments in this ASU are effective for fiscal years beginning after December 15, 2018 and will be applied retrospectively. Early adoption is permitted. The Plan sponsors are currently evaluating the impact that this ASU will have on the presentation of the financial statements and disclosures.

Investment Valuation and Income Recognition

Investments in the Master Trust are reported at fair value (see Note 5). The Statement of Changes in Net Assets Available for Benefits reflects the net investment gain from the Plans' share of Master Trust investment activities which consists of the realized gains or losses and the unrealized appreciation/(depreciation) in fair value, as well as interest and dividends earned. Purchases and sales of investments are reflected as of the trade date. Realized gains and losses on sales of

2. Basis of Presentation and Summary of Significant Accounting Policies *(continued)*

investments are determined on the basis of average cost. Dividend income is recorded on the ex-dividend date. Interest earned on investments is recorded on the accrual basis. Net appreciation/(depreciation) includes gains and losses on investments bought and sold, as well as held during the year.

Fair Value Measurements

Fair value of financial and non-financial assets and liabilities is defined as an exit price, representing the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. The three-tier hierarchy for inputs used in measuring fair value, which prioritizes the inputs used in the methodologies of measuring fair value for assets and transaction between market participants. The three-tier hierarchy for inputs used in measuring fair value, which prioritizes the inputs used in the methodologies of measuring fair value for assets and liabilities, is as follows:

Level 1 – Quoted prices in active markets for identical assets or liabilities

Level 2 – Observable inputs other than quoted prices in active markets for identical assets and liabilities

Level 3 – Unobservable pricing inputs in the market for assets and liabilities

Financial assets and financial liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurements. The Plan sponsors' assessment of the significance of a particular input to the fair value measurements requires judgment, and may affect the valuation of the assets and liabilities being measured and their categorization within the fair value hierarchy. Valuation techniques maximize the use of observable inputs and minimize the use of unobservable inputs.

Subsequent Events

Management has evaluated subsequent events through October 12, 2018, the date the financial statements were available to be issued.

3. Plan Termination

Except as limited by plan terms, any plan may be terminated at any time by action of the Board of Directors of the sponsoring Companies. All hourly and union plans are subject to collective bargaining obligations. The Company has no plans to terminate any of the Plans. In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations, generally to provide the following benefits in the order indicated:

(A) Payment of benefits which were being paid to retired employees or beneficiaries on the date three years prior to the date of termination, and for employees or beneficiaries who would have been receiving benefits three years prior to the date of termination if the employee had retired prior to such earlier date and if the employee's pension had commenced as of the beginning of such three-year period;

(B) Vested portion of the benefits, which is guaranteed by the Pension Benefit Guaranty Corporation;

(C) Benefits to the extent that they are non-forfeitable; and

(D) Benefits accrued as of the date of termination.

To the extent that net assets available for benefits exceed the amounts described above, such excess will be allocated as set forth in the applicable Plan Document.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal retirement age benefits, early retirement benefits, and certain disability and survivor's pension; however, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination, subject to statutory limitations.

4. Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic and lump sum payments that are attributable under the Plans' provisions to the service employees have rendered to date. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated vested employees, (b) beneficiaries of employees who have died, and (c) present employees. The Plans' actuary determines the actuarial present value of accumulated plan benefits by applying actuarial assumptions to reflect the time value of money and the probability of payment between the valuation date and the expected date of payment.

The significant actuarial assumptions used in the valuations as of January 1, 2017 and 2016, for the actuarial present value of accumulated plan benefits are as follows:

4. Actuarial Present Value of Accumulated Plan Benefits *(continued)*

(A) The 2017 present value was determined using the December 31, 2016 Aon Hewitt AA Above Median yield curve and the expected payouts for each plan. The level equivalent yield varied by plan with the range between 3.82% and 4.44%.

(B) The 2016 present value was determined using the December 31, 2015 Aon Hewitt AA Above Median yield curve and the expected payouts for each plan. The level equivalent yield varied by plan with the range between 4.08% and 4.69%.

(C) The assumed retirement age is based on normal rates of retirement, which are based on past experience and expectations of future retirements.

(D) The mortality tables used for the January 1, 2017 present values are as follows:

- Healthy lives - The RP-2006 Fully Generational Mortality Table projected using MP-2017 improvement scale. Associates use the blue collar version of the RP-2006 table and managers use the aggregate base table.

- Disabled lives - The RP-2006 Disabled Retiree Mortality Table projected using MP-2017 improvement scale except for the Wireless Plan that uses the same table as for healthy lives.

(E) The mortality tables used for the January 1, 2016 present values are as follows:

- Healthy lives - The RP-2006 Fully Generational Mortality Table projected using MP-2016 improvement scale. Associates use the blue collar version of the RP-2006 table and managers use the aggregate base table.

- Disabled lives - The RP-2006 Disabled Retiree Mortality Table projected using MP-2016 improvement scale except for the Wireless Plan that uses the same table as for healthy lives.

4. Actuarial Present Value of Accumulated Plan Benefits *(continued)*

The actuarial present value of accumulated plan benefit information as of January 1, 2017 and 2016 are presented in the following tables (in thousands):

Actuarial Present Value of Accumulated Plan Benefits
As of January 1, 2017

	Plan	Vested Benefits: Participants Currently Receiving Benefits	Vested Benefits: Participants with Deferred Benefits	Vested Benefits: Vested Benefits for Other Participants	Vested Benefits: Total Vested Plan Benefits	Nonvested Benefits	Total
1	VMPP	$ 865,232	$ 1,257,808	$ 2,194,512	**$ 4,317,552**	$ 319,107	**$ 4,636,659**
2	Mid-Atlantic [1]	2,064,878	325,953	2,081,827	**4,472,658**	638,177	**5,110,835**
3	VPPA	5,469,838	458,612	3,166,647	**9,095,097**	837,172	**9,932,269**
4	Florida	84,143	59,814	24,107	**168,064**	5,062	**173,126**
5	Wireless	154,222	132,368	139,636	**426,226**	9,380	**435,606**

(1) The Mid-Atlantic Plan amounts in the table above reflects the merger of the Mid-Atlantic Plan and the Southwest Plan as of December 31, 2016.

Actuarial Present Value of Accumulated Plan Benefits
As of January 1, 2016

	Plan	Vested Benefits: Participants Currently Receiving Benefits	Vested Benefits: Participants with Deferred Benefits	Vested Benefits: Vested Benefits for Other Participants	Vested Benefits: Total Vested Plan Benefits	Nonvested Benefits	Total
1	VMPP	$ 801,702	$ 1,259,635	$ 2,336,902	**$ 4,398,239**	$ 480,564	**$ 4,878,803**
2	Mid-Atlantic	2,058,206	301,036	1,878,596	**4,237,838**	624,449	**4,862,287**
3	VPPA	5,610,201	501,183	3,272,165	**9,383,549**	886,430	**10,269,979**
4	Florida	88,642	57,774	278,141	**424,557**	70,583	**495,140**
5	Southwest	77,675	50,257	164,496	**292,428**	35,578	**328,006**
6	Wireless	139,751	204,082	138,518	**482,351**	18,234	**500,585**

4. Actuarial Present Value of Accumulated Plan Benefits *(continued)*

Changes in the actuarial present value of accumulated plan benefits are as follows for the year ended January 1, 2017 (in thousands):

Changes in Actuarial Present Value of Accumulated Plan Benefits
For the Year Ended January 1, 2017

	Plan	Balance January 1, 2016	Interest Accumulation	Benefit Payments	Plan Amendments	Actuarial Assumptions	Frontier Spin-off and Other	Balance January 1, 2017
1	VMPP	$ 4,878,803	$ 187,718	$ (561,340)	$ -	$ 227,771	$ (96,293)	**$ 4,636,659**
2	Mid-Atlantic	5,190,293	231,257	(524,878)	134,279	134,740	(54,856)	**5,110,835**
3	VPPA	10,269,979	451,489	(920,346)	188,518	221,666	(279,037)	**9,932,269**
4	Florida	495,140	19,948	(36,205)	-	3,189	(308,946)	**173,126**
5	Wireless	500,585	21,446	(85,636)	-	13,321	(14,110)	**435,606**

The following plan amendments and changes were effective after January 1, 2016 and the impact is reflected in the actuarial valuations as of January 1, 2017:

- Collective bargaining agreement changes effective May 31, 2016 include the four-year extension in the lump sum payment window, frozen lump sum mortality basis for the 30-year Treasury lump sum, and band multiplier increases for 2016, 2017 and 2018. As a result of these changes, the actuarial present value of accumulated plan benefits increased by approximately $322.8 million.

- As a result of the Frontier sale on April 1, 2016, assets and liabilities related to the pension plans (other than the Wireless Plan) were transferred to Frontier. The actuarial present value of the liabilities transferred was approximately $1.1 billion, which decreased the actuarial present value of accumulated plan benefits.

- Certain terminated vested participants in the VMPP, the VPPA, the Mid-Atlantic Plan, and the Wireless Plan were offered a one-time opportunity to elect a lump sum optional form of payment during a limited window period in 2016. As a result of these lump sum distributions, the actuarial present value of accumulated plan benefits decreased by approximately $160 million.

These actuarial assumptions are based on the presumption that the Plans will continue. Were the Plans to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

5. Investment in Master Trust

Master Trust

The Master Trust holds both defined benefit and defined contribution assets. Assets in the Master Trust are either pooled between defined benefit plans and defined contribution plans, or specific to defined benefit plans, or specific to the defined contribution plans.

At December 31, 2017 and 2016, the total fair value of the Master Trust investments was approximately $19.5 billion and $14.9 billion, respectively, including approximately $162.8 million and $139.8 million, respectively, of investments specific to the defined contribution plans, for which separate financial statements are prepared.

On a monthly basis, investments, investment income and expenses are allocated to the Plans in accordance with their proportionate interest in the defined benefit portion of the Master Trust.

The accounting records of the Master Trusts are maintained in U.S. dollars. Foreign currency denominated assets and liabilities are translated into U.S. dollars at the prevailing rates of exchange at the end of each accounting period, with the impact of fluctuations in foreign exchange rates reflected as an unrealized gain or loss in the fair value of the investments.

Cash receipts and payments derived from investment trades involving foreign currency denominated investments are translated into U.S. dollars at the prevailing exchange rate on the respective transaction date. Net realized gains and losses on foreign currency transactions result from the disposition of foreign currency denominated investments as a result of fluctuations in foreign exchange rates between the trade and settlement dates and the difference between the amount of net investment income accrued and the U.S. dollar amount actually received.

The foreign exchange effect on foreign currency denominated investments is not segregated from the impact of changes in market prices in the Statement of Changes in Net Assets Available for Benefits.

While target allocation percentages will vary over time, the overall investment strategy is to achieve a mix of assets to meet projected benefit payments while taking into consideration risk and return. The initial target allocation for plan assets is designed so that 60% of the assets have the objective of achieving a return in excess of the growth in liabilities (comprised of public equities, private equities, real estate, hedge funds, high yield and emerging debt) and 38% of the assets are invested as liability hedging assets (typically longer duration fixed income) and 2% is in cash. This allocation will shift as funded status improves to a higher allocation to liability hedging assets. Target policies will be revisited periodically to ensure they are in line with fund objectives.

Valuation of Investments

Cash and cash equivalents include short-term investment funds (less than 90 days to maturity), primarily in diversified portfolios of investment grade money market instruments and are valued

5. Investment in Master Trust *(continued)*

using quoted market prices or other valuation methods. The carrying value of cash equivalents approximates fair value due to the short-term nature of these investments.

Investments in securities traded on national and foreign securities exchanges are valued by the custodian at the last reported sale prices on the last business day of the year or, if no sales were reported on that date, at the last reported bid prices. Government obligations, corporate bonds, international bonds and asset-backed securities are valued using matrix prices with input from independent third-party valuation sources. Over-the-counter securities are valued at the bid and ask prices or the average of the bid and ask prices on the last business day of the year from published sources or, if not available, from other sources considered reliable such as multiple broker quotes.

Commingled funds not traded on national exchanges are valued by the custodian or fund administrator at their net asset value ("NAV"). Commingled funds held by third-party custodians appointed by the fund managers provide the fund managers with a NAV. The fund managers have the responsibility for providing this information to the custodian of the respective plan. Hedge fund investments include those investments seeking to maximize absolute returns using a broad range of strategies to enhance returns and provide additional diversification. Hedge funds are valued by the custodian at NAV based on statements received from the investment manager. These funds are valued in accordance with the terms of their corresponding offering or private placement memoranda.

Commingled funds, hedge funds, venture capital, corporate finance, natural resource and real estate limited partnership investments for which fair value is measured using the NAV per share as a practical expedient are not leveled within the fair value hierarchy and are included as a component of the total investments in the Master Trust.

The investment manager of the entity values venture capital, corporate finance, and natural resource limited partnership investments. Real estate investments are valued at amounts based upon appraisal reports prepared by either independent real estate appraisers or the investment manager using discounted cash flows or market comparable data. Loans secured by mortgages are carried at the lesser of the unpaid balance or appraised value of the underlying properties. The values assigned to these investments are based upon available and current market information and do not necessarily represent amounts which might ultimately be realized. Because of the inherent uncertainty of valuation, estimated fair values might differ significantly from the values that would have been used had a ready market for the securities existed. These differences could be material.

Forward currency contracts, futures, and options are valued by the custodian at the exchange rates and market prices prevailing on the last business day of the year. Both exchange rates and market prices are readily available from published sources. These securities are classified by the asset class of the underlying holdings.

5. Investment in Master Trust *(continued)*

The following table sets forth by level, within the fair value hierarchy, the investments in the defined benefit portion of the Master Trust at fair value as of December 31, 2017 (in thousands):

	Level 1	Level 2	Level 3	Total Fair Value
Investments				
Cash and cash equivalents	$ 2,873,729	$ 14,669	$ -	$ 2,888,398
Equity securities:				
U.S. equities	1,647,292	-	1,440	1,648,732
International equities	1,146,174	-	-	1,146,174
Fixed income securities:				
U.S. treasuries and agencies	1,218,563	146,636	-	1,365,199
Corporate bonds	139,096	2,705,447	104,582	2,949,125
International bonds	16,635	1,029,509	19,251	1,065,395
Private placements	3,973	394,308	908	399,189
Real estate	-	-	630,607	630,607
Other investments:				
Private equity	-	-	705,812	705,812
Hedge funds	-	663,710	186,558	850,268
Total investments in the fair value hierarchy	$ 7,045,462	$ 4,954,279	$ 1,649,158	$ 13,648,899
Investments measured at NAV				5,657,392
Total investments at fair value	**$ 7,045,462**	**$ 4,954,279**	**$ 1,649,158**	**$ 19,306,291**

The following table sets forth the changes in the fair value of the Level 3 investments for the year ended December 31, 2017 (in thousands):

	Opening Balance	Transfer Out	Transfer In	Acquisitions	Dispositions	Realized Gain/(Loss)	Change in Unrealized Gain/(Loss)	Closing Balance
Investments								
Equity securities:								
U.S. equities	$ 203	$ -	$ 972	$ -	$ (117)	$ 1	$ 381	$ 1,440
International equities	301	(119,475)	5	101,076	(1,142)	129	19,106	-
Fixed income securities:								
Corporate bonds	98,263	(16,840)	49	105,566	(80,234)	(1,456)	(766)	104,582
International bonds	12,650	(18,597)	2,754	163,377	(142,460)	(89)	1,616	19,251
Private placements	1,358	-	204	-	(204)	106	(556)	908
Real estate	663,906	(34,316)	-	74,756	(96,743)	71,122	(48,118)	630,607
Other investments:								
Private equity	654,588	(8,505)	-	71,467	(115,241)	74,021	29,482	705,812
Hedge funds	3,882	(1,562)	-	183,826	(419)	5	826	186,558
Total	**$ 1,435,151**	**$ (199,295)**	**$ 3,984**	**$ 700,068**	**$ (436,560)**	**$ 143,839**	**$ 1,971**	**$ 1,649,158**

5. Investment in Master Trust *(continued)*

Assets are monitored to assess the appropriate levels assigned within the fair value hierarchy. Changes in economic conditions, such as bankruptcy, default or delisting, may require the transfer of an asset from one fair value level to another. When such transfer occurs, it is recognized as of the end of the reporting period. Transfers for equity securities, fixed income securities, real estate, private equity investments and hedge funds, which are included in the above table for year 2017, were the result of identifying observable prices for the underlying holdings. Transfers into Level 3 primarily reflect the absence of observable prices for equity securities and fixed income securities.

The Master Trust's interest and dividend income for the year ended December 31, 2017 was approximately $221.9 million and $49.8 million, respectively. The net appreciation of the Master Trust investments was $2.2 billion for the year ended December 31, 2017.

The following table summarizes redemption restrictions for investments of the Master Trust for which fair value is estimated using NAV per share as of December 31, 2017 (in thousands):

Asset Type	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice
Commingled funds:				
U.S. equity securities	$ 172,217	N/A	Daily	1-15 days
International equity securities	483,051	N/A	Daily	1-15 days
U.S. fixed income securities	316,622	N/A	Daily	1-15 days
International fixed income securities	308,701	N/A	Daily	1-5 days
Cash equivalents	55,998	N/A	Daily	1 day
Hedge funds	1,912,231	N/A	Monthly, Quarterly	2-90 days
Private markets:				
Real estate open ended	233,302	-	Quarterly	45-90 days
Real estate closed ended and Natural resources	434,437	536,099	No redemption rights	N/A
Private equity funds	1,740,833	802,539	No redemption rights	N/A
Total	$ 5,657,392	$ 1,338,638		

5. Investment in Master Trust *(continued)*

The following table sets forth by level, within the fair value hierarchy, the investments in the defined benefit portion of the Master Trust at fair value as of December 31, 2016 (in thousands):

	Level 1	Level 2	Level 3	Total Fair Value
Investments				
Cash and cash equivalents	$ 1,217,029	$ -	$ -	$ 1,217,029
Equity securities:				
U.S. equities	1,107,773	-	203	1,107,976
International equities	775,574	-	301	775,875
Fixed income securities:				
U.S. treasuries and agencies	867,358	360,542	-	1,227,900
Corporate bonds	152,077	1,914,901	98,263	2,165,241
International bonds	20,472	496,444	12,650	529,566
Private placements	-	412,816	1,358	414,174
Real estate	-	-	663,906	663,906
Other investments:				
Private equity	-	-	654,588	654,588
Hedge funds	-	529,069	3,882	532,951
Total investments in the fair value hierarchy	$ 4,140,283	$ 3,713,772	$ 1,435,151	$ 9,289,206
Investments measured at NAV				5,470,894
Total investments at fair value	$ 4,140,283	$ 3,713,772	$ 1,435,151	$ 14,760,100

The following table sets forth the changes in the fair value of the Level 3 investments for the year ended December 31, 2016 (in thousands):

	Opening Balance	Transfer Out	Transfer In	Acquisitions	Dispositions	Realized Gain/(Loss)	Change in Unrealized Gain/(Loss)	Closing Balance
Investments								
Equity securities:								
U.S. equities	$ 2,176	$ -	$ 133	$ 670	$ (2,542)	$ (22)	$ (212)	$ 203
International equities	460	-	30	1,251	(1,252)	(2)	(186)	301
Fixed income securities:								
Corporate bonds	123,514	-	-	76,422	(102,885)	(3,225)	4,437	98,263
International bonds	18,516	-	-	6,367	(12,754)	(2,017)	2,538	12,650
Private placements	1,589	-	-	-	(276)	144	(99)	1,358
Real estate	846,677	-	-	44,184	(305,166)	209,973	(131,762)	663,906
Other investments:								
Private equity	659,641	-	-	59,269	(52,916)	39,409	(50,815)	654,588
Hedge funds	-	-	-	3,909	-	-	(27)	3,882
Total	**$ 1,652,573**	**$ -**	**$ 163**	**$ 192,072**	**$ (477,791)**	**$ 244,260**	**$ (176,126)**	**$ 1,435,151**

5. Investment in Master Trust *(continued)*

Assets are monitored to assess the appropriate levels assigned within the fair value hierarchy. Changes in economic conditions, such as bankruptcy, default or delisting, may require the transfer of an asset from one fair value level to another. When such transfer occurs, it is recognized as of the end of the reporting period. Transfers into Level 3 primarily reflect the absence of observable prices for equity securities.

The Master Trust's interest and dividend income for the year ended December 31, 2016 was approximately $173.7 million and $46.3 million, respectively. The net appreciation of the Master Trust investments was $733.1 million for the year ended December 31, 2016.

The following table summarizes redemption restrictions for investments of the Master Trust for which fair value is estimated using NAV per share as of December 31, 2016 (in thousands):

Asset Type	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice
Commingled funds:				
U.S. equity securities	$ 149,436	$ -	Daily	1-15 days
International equity securities	355,313	-	Daily	1-15 days
U.S. fixed income securities	263,140	-	Daily	1-15 days
International fixed income securities	146,322	-	Daily	1-5 days
Cash equivalents	86,668	-	Daily	1 day
Hedge funds	1,783,304	-	Monthly, Quarterly	2-90 days
Private markets:				
Real estate open ended	193,381	-	Quarterly	45-90 days
Real estate closed ended and Natural resources	564,944	410,112	No redemption rights	N/A
Private equity funds	1,928,386	697,227	No redemption rights	N/A
Total	$ 5,470,894	$ 1,107,339		

The following table reconciles the investments measured at fair value to the net assets in the defined benefit portion of the Master Trust (in thousands):

At December 31,	**2017**	2016
Total investments	$ 19,306,291	$ 14,760,100
Receivables	4,799,230	3,263,097
Non-interest bearing cash	(1,891)	62,776
Payables	(4,903,221)	(3,493,612)
Employer contribution receivable	1,000,000	4,024,901
Net assets per Master Trust	**$ 20,200,409**	$ 18,617,262

6. Derivatives

In the normal course of operations, the Master Trust's assets may include derivative financial instruments. Derivatives are synthetic instruments used to get various market exposures with limited margin requirements and therefore with leverage risk involved. The intent is to use derivative financial instruments to gain market exposure or as economic hedges to manage various risks such as market volatility risk, foreign currency exchange rate risk, interest rate risk or credit risk associated with the Master Trust's investment assets or to express investment managers' views of future market movements efficiently.

At December 31, 2017 and 2016, the Master Trust utilized futures, options, foreign currency forwards, interest rate and credit derivatives to manage risks such as price risk, foreign currency exchange rate risk, interest rate sensitivity and credit risk. At December 31, 2017 and 2016, the fair value of the derivative instruments, and the related gains/losses, were not significant.

7. Securities Lending

The Master Trust maintained a Securities Lending Agreement (the "Agreement") with the Trustee. The Agreement, updated as of June 17, 2013, includes domestic and international securities. The securities on loan may be sold at the manager's discretion, in which case the Trustee will reallocate or recall positions in order to satisfy sale delivery. Securities on loan may not be re-pledged by the Master Trust.

Securities on loan were approximately $1.0 billion and $0.9 billion as of December 31, 2017 and 2016, respectively. The collateral held by the trustee represents approximately 102.4% and 102.3% of the market value of securities on loans as of December 31, 2017 and 2016, respectively.

The Master Trust's exposure to credit loss related to the borrowing counterparty is reduced by the collateral securing the transaction and the Agreement which provides full indemnity against broker default by the Trustee. In addition, the Agreement requires collateral from the borrowing brokers of an amount equal to 102% and 105% of the fair value of the securities loaned for loans of U.S. securities and non-U.S. securities, respectively. The collateral primarily consists of cash, which was reinvested in a separately managed cash collateral account.

The Master Trust's net earnings derived from the Agreement were approximately $3.7 million and $4.1 million for the years ended December 31, 2017 and December 31, 2016, respectively.

8. Income Tax Status

The Plans have received determination letters from the Internal Revenue Service ("IRS") stating that the form or terms of the Plans are qualified under Section 401(a) of the IRC and therefore the related trust is exempt from taxation. The Florida plan, the Mid-Atlantic plan (formerly the "Southwest Plan"), the VPPA, the VMPP, and the Wireless Plan received favorable determination letters on November 23, 2015, October 22, 2015, February 29, 2016, December 15, 2015, and November 17, 2015, respectively. Once qualified, the Plans are required to operate in conformity with the IRC to maintain their qualification. The Plans' administrator believes the Plans are being operated in compliance with the applicable requirements of the IRC and, therefore, believes the Plans are qualified and the related trust is tax-exempt.

U.S. GAAP require plan management to evaluate uncertain tax positions taken by the Plans. The financial statement effects of a position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The Plans' administrator has analyzed tax positions taken by the Plans, and has concluded that as of December 31, 2017, there are no uncertain positions taken or expected to be taken. The Plans have recognized no interest or penalties related to uncertain tax positions. The Plans are subject to routine audits by taxing jurisdictions; however, there are no audits for any tax periods in progress. The Plans' administrator believes the Plans are no longer subject to income tax examinations for years prior to 2014.

9. Related-Party Transactions

Verizon Investment Management Corp. ("VIMCO"), an indirect, wholly-owned subsidiary of Verizon qualifies as a related party. VIMCO is the investment advisor for certain investment funds and received no compensation from the Plans other than reimbursement of certain expenses directly attributable to its investment advisory and investment management services rendered to the Plans.

The Companies are the sponsor of the Master Trust and the Plans whose assets are held in the Master Trust. The Companies employ the administrator of the various Plans and members of the administrator's staff. The Companies received no compensation from the Plans other than reimbursement of certain expenses directly attributable to administrative services rendered to the Plans.

BNY Mellon, as trustee of the Master Trust, rendered various trustee services to the Master Trust for which it was compensated in accordance with its agreements with the Companies and VIMCO.

VIMCO, the Companies and BNY Mellon are all parties-in-interest (as defined by ERISA) to the Master Trust and the Plans whose assets are held in the Master Trust. All of the related-party transactions described in this section are exempt from the prohibited transaction rules pursuant to statutory or administrative exemptions.

10. Commitments and Contingencies

The Master Trust has outstanding investment commitments to a number of private equity and private real estate investment vehicles. In total, the Master Trust has pledged private equity capital commitments of $803 million, real asset commitments of $536 million at December 31, 2017. Historically, pledged commitments are drawn down over the term of the investment (generally 10 years), although they may be called more quickly at the investment manager's discretion and in accordance with the terms of the governing documents. Other investments held by the Master Trust are generally liquidated to meet these capital commitments.

In November of 2012, a lawsuit was filed in Federal court in Dallas, Texas, relating to the Prudential annuity transaction pursuant to which approximately 41,000 pension annuitants in the VMPP were transferred to Prudential. The case challenges the validity of the Prudential annuity transaction and alleges several violations of ERISA. The district court ruled in favor of Verizon. In August of 2015, the 5th Circuit court of appeals upheld that decision in favor of Verizon. The plaintiff then asked the Supreme Court to hear the claims of the class of participants who remained in the Verizon pension plan. The Supreme Court remanded the case back to the 5th Circuit for further review of whether the plaintiff representing the class of participants who remained in the Verizon pension plan has Constitutional standing. In September of 2016, the 5th Circuit again dismissed the case. The plaintiff again filed a cert petition to the Supreme Court. In March of 2017, the Supreme Court declined to review the case further. The case is now closed.

In the ordinary course of business the Plans may be involved in various legal proceedings. Where it is determined, in consultation with counsel based on litigation and settlement risks, that a loss is probable and estimable in a given matter, the Companies establish an accrual. In none of the currently pending matters is the amount of accrual material. An estimate of the reasonably possible loss or range of loss in excess of the amounts already accrued cannot be made at this time due to various factors typical in contested proceedings, including (1) uncertain damage theories and demands; (2) a less than complete factual record; (3) uncertainty concerning legal theories and their resolution by courts or regulators; and (4) the generally unpredictable nature of the litigation. The Plans' administrator does not expect that the ultimate resolution of any pending legal matter in future periods will have a material effect on the Plans' financial condition, but it could have a material effect on its results of operations for a given reporting period.

11. 401(h) Accounts

On May 21, 2018, the Company funded the 401(h) accounts established under the VMPP and VPPA with $81.7 million and $597.3 million, respectively. Employer contributions to the 401(h) account are determined annually and are at the discretion of the Plan sponsors. The 401(h) accounts are held in the Master Trust, which includes certain restricted assets to fund a portion of postretirement health benefits for retirees and their beneficiaries, in accordance with Section 401(h) of the IRC.

12. Reconciliation of Financial Statements to Form 5500

The following tables reconcile net assets available for benefits per the financial statements to the Form 5500 at December 31, 2017 and 2016 (in thousands):

VERIZON MANAGEMENT PENSION PLAN

	2017	2016
Net assets available for benefits per the financial statements	$ 4,583,317	$ 4,104,690
Net assets held in VMPP defined benefit plan restricted for 401(h) account	81,700	-
Net assets available for benefits per Form 5500	**$ 4,665,017**	$ 4,104,690

VERIZON PENSION PLAN FOR ASSOCIATES

	2017	2016
Net assets available for benefits per the financial statements	$ 10,094,130	$ 9,307,483
Net assets held in VPPA defined benefit plan restricted for 401(h) account	597,300	-
Net assets available for benefits per Form 5500	**$ 10,691,430**	$ 9,307,483

The net assets of the 401(h) account included in Form 5500 of the VMPP and VPPA are not available to pay pension benefits but can be used only to pay retiree health benefits.

13. Risks and Uncertainties

The Master Trust invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market volatility and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that those changes could materially affect the amounts disclosed in the financial statements.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumption processes, it is at least reasonably possible that changes in these estimates and assumptions in the near term could materially affect the amounts reported and disclosed in the financial statements.

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2017

Date	Amount	Days to Discount to 1/1/2017 at 5.97%	Interest Adjusted Contribution
March 6, 2018	$ 600,000,000	429	$ 560,470,396
Total Contribution	$ 600,000,000		$ 560,470,396

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, line 22—Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at mid-year, except for the 100% retirement age. The retirement ages are weighted in proportion to active participant counts to determine the final weighted average retirement age of 58.

Males				Females			
(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)	(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
50.5	3.00%	1.0000	1.52	50.5	10.20%	1.0000	5.15
51.5	3.20%	0.9700	1.60	51.5	10.40%	0.8980	4.81
52.5	3.40%	0.9390	1.68	52.5	11.00%	0.8046	4.65
53.5	3.80%	0.9070	1.84	53.5	11.60%	0.7161	4.44
54.5	6.40%	0.8726	3.04	54.5	16.00%	0.6330	5.52
55.5	7.80%	0.8167	3.54	55.5	17.40%	0.5317	5.14
56.5	8.60%	0.7530	3.66	56.5	18.60%	0.4392	4.62
57.5	9.20%	0.6883	3.64	57.5	19.80%	0.3575	4.07
58.5	10.80%	0.6249	3.95	58.5	21.00%	0.2867	3.52
59.5	13.40%	0.5574	4.44	59.5	23.60%	0.2265	3.18
60.5	17.60%	0.4827	5.14	60.5	25.20%	0.1731	2.64
61.5	28.50%	0.3978	6.97	61.5	31.20%	0.1295	2.48
62.5	35.40%	0.2844	6.29	62.5	34.60%	0.0891	1.93
63.5	25.20%	0.1837	2.94	63.5	29.30%	0.0582	1.08
64.5	50.00%	0.1374	4.43	64.5	50.00%	0.0412	1.33
65.5	30.00%	0.0687	1.35	65.5	30.00%	0.0206	0.40
66.5	30.00%	0.0481	0.96	66.5	30.00%	0.0144	0.29
67.5	30.00%	0.0337	0.68	67.5	30.00%	0.0101	0.20
68.5	30.00%	0.0236	0.48	68.5	30.00%	0.0071	0.15
69	100.00%	0.0165	1.14	69	100.00%	0.0049	0.34
	Weighted Average		**59.29**		**Weighted Average**		**55.94**

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, line 24—Change in Actuarial Assumptions

The funding valuation reflects the following assumption change:

- A change in the expected rate of return on assets from 7.00% to 7.65% as of January 1, 2017.

This change was made to better reflect anticipated plan experience. This assumption change does not reduce the funding shortfall; as such, approval of the Commissioner is not required.

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, Part V—Summary of Plan Provisions

Teleproducts Provisions

Effective Date	Restated as of January 1, 2014 with amendments adopted through December 31, 2016.
Close Date	October 1, 2013
Freeze Date	Not applicable
2007 Merger	Effective November 30, 2007, the Teleproducts Union portion of the Enterprises Management Plan was merged into the Mid-Atlantic Plan.
Participation	Any union represented Teleproducts associate first hired on or after October 1, 2013 is not eligible to participate in the plan.
Eligibility for Benefits	
Normal	Later of age 65 or fifth anniversary from date of hire
Early	75 age/service points with 15 years net credited service
Late	Retire after normal retirement date
Vested	Three years of Vesting Service.
Disability	Fifteen years of Credited Service and total and permanent disability
Amount of Benefits	
Normal	Cash balance benefit
Early	Cash balance benefit with no reductions
Late	Cash balance benefit
Vested	Accrued normal retirement benefit using compensation and credited service as of date of separation from service
Disability	Accrued normal retirement benefit with no reduction applied for receipt prior to age 65

Definitions

Cash Balance Account	Equal to the sum of opening account balance, if applicable, plus pay and interest credits
Pay Credits	Each month the cash balance account is credited by an amount equal to a percentage of monthly compensation based on points (age plus service) at the beginning of each year as follows:

Points	Pay Credit Percentage
Less Than 35	4%
35–49	5%
50–64	6%
65 or More	7%

Interest Credits	Up to the benefit commencement date, interest is credited based on the average annual yield on one-year Treasury bills plus one percentage point, limited to the 30-year Treasury rate.
Compensation	Base pay (highest rate for the month), sales bonuses and commissions, short term performance incentives (excluding Senior Managers), lump sum merit payments, foreign service payments, premiums, corporate profit sharing, differentials and back pay awards. Salary reduction amounts under IRC section 125 or 401(k) are included. Qualified plan compensation is limited to the 401(a)(17) limit.

Preretirement Death Benefit

Beneficiaries Eligible	Spouse or other designated beneficiaries of vested active participants who die before payments commence, and designated beneficiaries of vested former participants. For participants who terminated before 2002, only spouses are eligible for this benefit.
Death Benefit	If the deceased participant was an active employee or a vested former participant who terminated after January 1, 2002, the participant's spouse or named beneficiary will be eligible for a benefit equal to the full value of the Cash Balance Account (spouses have the option to defer payment).

Forms Of Payment

Normal Form

(1) Single participants: life annuity

(2) Married participants: 50% Joint-and-Survivor Annuity with the spouse as the survivor

Optional Forms

(1) Lump sum cash out

(2) Combination annuity and lump-sum cash out. Designated amount in 10% increments (up to 50%) paid as a lump sum cash out and the remaining portion distributed in any of normal or optional payment forms

(3) 33-1/3%, 50%, 66-2/3% or 100% Joint-and-Survivor with designated beneficiary as the survivor

(4) 50%, 75% or 100% Joint-and-Survivor with designated beneficiary as survivor with monthly payments restored to the life annuity level if the beneficiary predeceases the participant (pop-up)

(5) 5- or 10-year certain and life annuity

South Associates Pension Plan

Plans Included	Verizon Pension Plan for Mid-Atlantic Associates ("South"), a component plan of the Verizon Pension Plan for Mid-Atlantic and South Associates
Effective Date	Restated January 1, 2014 with amendments adopted through December 31, 2016.
Close Date	October 28, 2012
Freeze Date	Not applicable
2016 Mergers	Effective December 31, 2016, the Verizon Pension Plan for Mid-Atlantic and South Associates was merged into the GTE Southwest Incorporated Plan for Hourly-Paid Employees' Pensions, and the merged plan was renamed the Verizon Pension Plan for Mid-Atlantic and South Associates.
2016 Associate Offer	The plan was amended to offer the following enhancements to eligible participants who separated from service under the respective offer: (1) preservation of the October 2016 lump sum interest rates to determine a minimum lump sum, (2) unreduced benefits for service pension eligible associates, and (3) acceleration of the September 15, 2017 band increase.
2016 Terminated Vested Lump Sum Window	The plan was amended to allow certain terminated vested participants that terminated prior to August 1, 2003 the ability to elect a lump sum distribution if the election was made during the 2016 window period.
2016 Bargaining	The plan was amended to extend the lump sum trial benefit to August 2019. The mortality basis for the lump sum based on the 30-year Treasury rate is frozen at the 2016 417(e) table. Additionally, multiplier bands are to increase 1% on September 15, 2016, 1% on September 15, 2017, and 1% on September 15, 2018. Finally, for vested participants that die without a beneficiary, the death benefit will be paid to the estate of the participant.
2016 Spinoff	Effective April 1, 2016, the assets and liabilities of the South associates transferred to Frontier Communications Corporation were spun off from the Verizon Pension Plan for Mid-Atlantic and South Associates.

2014 Associate Offer	The plan was amended to offer the following enhancements to eligible participants who separated from service under the respective offer: (1) preservation of the December 2014 lump sum interest rates to determine a minimum lump sum, and (2) unreduced benefits for service pension eligible associates.
2013 Associate Offer	The plan was amended to offer the following enhancements to eligible participants who separated from service under the respective offer: (1) preservation of the December 2013 lump sum interest rates to determine a minimum lump sum, and (2) unreduced benefits for service pension eligible associates.
2012 Bargaining	The plan was amended to extend the lump sum trial benefit for three years to August 2015. Additionally, any associate first hired on or after October 28, 2012, is not eligible to participate in the pension plan.
2010 Voluntary Separation Incentive Offer	The plan was amended to offer the following enhancements to eligible participants who separated from service under the respective offer: (1) acceleration of the October 1, 2010 band increase, (2) preservation of the March 2010 lump sum interest rates to determine a minimum lump sum, and (3) unreduced benefits for service pension eligible associates.
2010 Spinoff	Effective June 30, 2010, the assets and liabilities of the Mid-Atlantic associates transferred to Frontier Communications Corporation were spun off from the Verizon Pension Plan for Mid-Atlantic Associates.
2010 Mergers	Effective on the dates listed below, the plans listed below were merged into the Verizon Pension Plan for Mid-Atlantic Associates and the merged plan was renamed the Verizon Pension Plan for Mid-Atlantic and South Associates. There were no changes made to the benefit provisions of the merged-in plans, which remain summarized in the West Hourly Pension Plan Provisions section.

Plan Name	Merger Date
GTE North Inc. Pension Plan for Hourly-Paid Employees of Pennsylvania	11/01/2010
GTE South Inc. (Southeast) Plan for Hourly-Paid Employees' Pensions	11/02/2010
GTE Supply Pension Plan for Union Represented Employees	11/09/2010

Participation	Any nonsalaried employee of a participating company hired prior to October 28, 2012 is eligible to become a participant upon the later of: (1) Attainment of age 21 (2) Completion of 1,000 hours of service during a 12-month period beginning on the employee's date of hire, the anniversary of the employee's date of hire, or the calendar year
Eligibility For Benefits	
Normal	Age 65
Early	Age 60 with 15 years of Credited Service; age 55 with 20 years of Credited Service; age 50 with 25 years of Credited Service; or any age with 30 years of Credited Service
Late	Retire after normal retirement date
Vested	Five years of Vesting Service
Disability	15 years of Credited Service and total and permanent disability
Preretirement Survivor's Benefit	Five years of Vesting Service
Sickness Death Benefit	All active and retired employees hired before August 9, 1986 are eligible if death occurs from an illness or an off-the-job accident. Excluded are participants who received a 100% cash-out under the 1992 special retirement program or who receive a 100% cash-out in 1994 or 1995 and make an election to receive this benefit from another source. Participants must have retired with a Service Pension or Disability Pension (or received a lump sum payment for their pension).
Amount of Benefits	
Normal	For all participants, the monthly benefit payable is equal to (a) + (b): (a) The dollar amount corresponding to the appropriate pension band for that participant times Credited Service. Each job title is assigned a specific pension band. Table A lists the dollar amount for each pension band.

(b) 0.1% of Annual Average Supplemental Payments times Credited Service

Early

A benefit computed in the same manner as a normal retirement benefit, but with the following reductions applied for receipt prior to age 55:

Years of Credited Service	Reduction
30 Years or More	No reduction
Less Than 30 Years	6% for each year that payments begin prior to age 55

Late

A benefit computed in the same manner as a normal retirement benefit, calculated using the benefit formula and credited service as of date of separation from service.

Terminated vested participants who terminate before normal retirement date and retire after normal retirement date receive a lump sum payment equal to the missed payments from normal retirement date to actual retirement date.

Vested

A benefit computed in the same manner as a normal retirement benefit, calculated using the benefit formula and credited service as of date of separation from service, and reduced actuarially for receipt prior to age 65. See Table B for reduction factors.

Disability

A benefit computed in the same manner as a normal retirement benefit. No reduction is applied for receipt of disability benefits prior to age 65. The disability benefit is converted to a normal retirement benefit of an equal amount at age 65.

Minimum Pension

The minimum pension amount for employees eligible for a service or disability pension is $700 per month. This amount is prorated for service less than 30 years. The minimum pension is reduced if paid in a form other than a life annuity. The minimum benefit is not reduced if commencement occurs before the unreduced retirement age.

Future Pension Band Increases

As of December 31 2016, no future band increases after the increase that is to take effect on September 15, 2018.

Preretirement Survivor's Benefit	
Terminated Vested Participants Without Service on and After August 6, 2000	Upon the death of a vested participant who terminated prior to August 6, 2000, the participant's spouse will be eligible for a benefit equal to 50% of the participant's accrued benefit deferred to the later of the earliest age the deferred vested pension would have been payable and the current age. This benefit is reduced for early commencement and the cost of a 50% survivor annuity. Beginning May 30, 2016, if no named beneficiary exists, the benefits will be paid to the estate of the participant.
Participants With Service on and After August 6, 2000	Active Employees Eligible for Early or Normal Retirement or with 15 or More Years of Service—the participant's spouse or named beneficiary will be eligible for a benefit equal to 65% of the participant's accrued benefit payable immediately (spouses have the option to defer payment). The benefit is not reduced for early commencement. This benefit is reduced for the cost of a 65% survivor annuity. (A 50% survivor annuity is provided for nonspouse beneficiaries more than 25 years younger than the participant.) Beginning May 30, 2016, if no named beneficiary exists, the benefits will be paid to the estate of the participant. Active Employees Not Eligible for Early or Normal Retirement or with Fewer than 15 Years of Service or Deferred Vested Participants—the participant's spouse or named beneficiary will be eligible for a benefit equal to 65% of the participant's accrued benefit payable immediately (spouses have the option to defer payment). This benefit is reduced for early commencement and the cost of a 65% survivor annuity. (As above, a 50% survivor benefit is provided for nonspouse beneficiaries more than 25 years younger than the participant.) Beginning May 30, 2016, if no named beneficiary exists, the benefits will be paid to the estate of the participant.
Sickness Death Benefit	One year's pay based on pay on the earlier of the employee's death or retirement, subject to a maximum of $39,000.
Normal Form of Benefits	Reduced benefit in the form of a 50% joint and survivor annuity if married, or a life annuity if single
Optional Forms of Payment	50%, 60%, 70%, and 75% joint and survivor annuities. The cost of the survivor annuity is restored to the employee's pension if the beneficiary predeceases the employee.

	Vested participants terminating during the period November 1, 2004 through August 1, 2019 can elect to receive 100% of the benefit in the form of a lump sum.
Beneficiary Options	With a spouse's consent, if applicable, any individual can be a beneficiary.
Definitions	
Supplemental Payments	Differentials and other special payments. These supplemental payments include special city allowances, in charge allowances, extra payments for temporary assignments or temporary promotions to higher graded or supervisor positions, job differentials, and evening and night differential payments. Supplemental payments also include the 3% of pay lump sum paid in October 2003.
Annual Average Supplemental Payments	The average of the sum of all Supplemental Payments received in the three years immediately preceding retirement
Credited Service	All eligible years and months of employment accrued to the earlier of actual retirement or separation from service
Vesting Service	A year of vesting service is credited for each calendar year in which 1,000 hours of service is performed, starting with the later of age 18 and the first year of employment.
Mandatory Beneficiary	The participant's spouse, dependent child, or dependent parents

Table A

South Monthly Benefits

Pension Band	Effective for Terminations on or After 09/15/2016	09/15/2017	09/15/2018
101	$39.15	$39.54	$39.94
102	$40.76	$41.17	$41.58
103	$42.41	$42.83	$43.26
104	$44.08	$44.52	$44.97
105	$45.72	$46.18	$46.64
106	$47.40	$47.87	$48.35
107	$49.03	$49.52	$50.02
108	$50.65	$51.16	$51.67
109	$52.36	$52.88	$53.41
110	$53.97	$54.51	$55.06
111	$55.63	$56.19	$56.75
112	$57.27	$57.84	$58.42
113	$58.92	$59.51	$60.11
114	$60.61	$61.22	$61.83
115	$62.24	$62.86	$63.49
116	$63.88	$64.52	$65.17
117	$65.49	$66.14	$66.80
118	$67.22	$67.89	$68.57
119	$68.85	$69.54	$70.24
120	$70.48	$71.18	$71.89
121	$72.12	$72.84	$73.57
122	$73.79	$74.53	$75.28
123	$75.44	$76.19	$76.95
124	$77.10	$77.87	$78.65
125	$78.74	$79.53	$80.33
126	$80.38	$81.18	$81.99
127	$82.04	$82.86	$83.69
128	$83.66	$84.50	$85.35
129	$85.35	$86.20	$87.06
130	$86.95	$87.82	$88.70
131	$88.65	$89.54	$90.44
132	$90.30	$91.20	$92.11
133	$91.93	$92.85	$93.78
134	$93.61	$94.55	$95.50
135	$95.20	$96.15	$97.11

Pension band amounts have been increased as follows as a result of bargaining agreements:

Effective Date	Percentage Increase	Effective Date	Percentage Increase
07/01/2003	4%	10/01/2008	3.25%
10/01/2003	5% (temporary)	10/01/2009	3.50%
01/01/2004	Reduces to 07/01/2003 level	10/01/2010	3.75%
11/01/2004	2%	09/15/2016	1.00%
10/01/2005	3%	09/15/2017	1.00%
10/01/2006	3%	09/15/2018	1.00%
10/01/2007	3%		

Table B

Deferred Vested Reduction Factors

Age	Factor	Age	Factor	Age	Factor
18	0.02200	36	0.07700	54	0.34000
19	0.02200	37	0.08300	55	0.37000
20	0.02200	38	0.09000	56	0.40000
21	0.02400	39	0.09700	57	0.44000
22	0.02600	40	0.10500	58	0.48000
23	0.02800	41	0.11400	59	0.53000
24	0.03000	42	0.12400	60	0.58000
25	0.03300	43	0.13400	61	0.65000
26	0.03500	44	0.14600	62	0.72000
27	0.03800	45	0.15900	63	0.80000
28	0.04100	46	0.17200	64	0.89000
29	0.04400	47	0.18700	65	1.00000
30	0.04800	48	0.20400		
31	0.05200	49	0.22200		
32	0.05600	50	0.24000		
33	0.06000	51	0.26000		
34	0.06500	52	0.28000		
35	0.07100	53	0.31000		

West Hourly Pension Plans

Plans Included	▪ GTE North Incorporated Pension Plan for Hourly-Paid Employees of Pennsylvania ▪ GTE South Incorporated (Southeast) Plan for Hourly-Paid Employees' Pensions ▪ GTE Southwest Incorporated Plan for Hourly-Paid Employees' Pensions ▪ GTE Supply Pension Plan for Union Represented Employees
Effective Dates	Pennsylvania Hourly: February 15, 1929. Restated January 1, 2014 with amendments through December 31, 2016. Southeast Hourly: April 1, 1954. Restated January 1, 2014 with amendments through December 31, 2016. Southwest Hourly: January 1, 1944. Restated January 1, 2014 with amendments through December 31, 2016. Supply Union: June 19, 1988. Restated January 1, 2014 with amendments through December 31, 2016.
2016 Mergers	Effective December 31, 2016, the Verizon Pension Plan for Mid-Atlantic and South Associates was merged into the GTE Southwest Incorporated Plan for Hourly-Paid Employees' Pensions, and the merged plan was renamed the Verizon Pension Plan for Mid-Atlantic and South Associates.
2016 Bargaining	Southeast CBA 142: Beginning May 30, 2016, if no named beneficiary exists, the benefit will be paid to the estate of the participant. Southwest CBA 48: Beginning September 27, 2016, if no named beneficiary exists, the benefit will be paid to the estate of the participant.
2016 Spinoff	Effective April 1, 2016, the assets and liabilities of the associates in the Southeast, Southwest, and Supply Hourly plans transferred to Frontier Communications Corporation were spun off from the Verizon Pension Plan for Mid-Atlantic and South Associates.

West Hourly Bargaining Changes

Average annual compensation has been frozen as of the pay freeze date below. Additionally, the plan is closed to new hires on or after the close date below.

Plan	Close Date	Pay Freeze Date
Indiana CBA 25	12/10/2014	02/28/2015
Indiana CBA 37	08/01/2013	07/01/2013
Indiana CBA 46	08/01/2013	01/01/2014
Pennsylvania CBA 53	06/01/2013	09/01/2013
Southeast CBA 45	04/13/2014	06/30/2014
Southeast CBA 142	10/28/2012	N/A
Southwest CBA 48, 548, 101	08/01/2013	09/01/2013
Supply CBA 113	08/01/2013	09/01/2013
Supply CBA 9	08/01/2014	12/31/2014
Supply CBA 13	03/01/2015	04/30/2015

2014 Southeast Associate Offer

The Southeast plan was amended to offer the following enhancements to eligible participants who separated from service under the respective offer: (1) preservation of the January 2015 lump sum interest rates to determine a minimum lump sum, and (2) unreduced benefits for service pension eligible associates.

2013 Southeast Associate Offer

The Southeast plan was amended to offer the following enhancements to eligible participants who separated from service under the respective offer: (1) preservation of the January 2014 lump sum interest rates to determine a minimum lump sum, and (2) unreduced benefits for service pension eligible associates.

2010 Voluntary Separation Incentive Offer

The Pennsylvania, Southeast, Southwest, and Supply Hourly plans were amended to offer unreduced benefits for certain service pension eligible associates who separated from service under the respective offers.

2010 Spinoff

Effective June 30, 2010, the assets and liabilities of the associates in the Southeast, Southwest, and Supply Hourly plans transferred to Frontier Communications Corporation were spun off from the respective Verizon Pension Plan.

2010 Mergers

Effective on the dates listed below, the plans listed below were merged into the Verizon Pension Plan for Mid-Atlantic Associates and the merged plan was renamed the Verizon Pension Plan for Mid-Atlantic and South Associates. No changes were made to the benefit provisions.

Plan Name	Merger Date
GTE North Inc. Pension Plan for Hourly-Paid Employees of Pennsylvania	11/01/2010
GTE South Inc. (Southeast) Plan for Hourly-Paid Employees' Pensions	11/02/2010
GTE Supply Pension Plan for Union Represented Employees	11/09/2010

Participation

Date of hire for all regular, hourly-paid employees provided date of hire is before the applicable Close Date.

Normal Retirement

Eligibility

The later of age 65 or the fifth anniversary of the date of hire

Amount

The benefit determined under (1) or (2), whichever is applicable

(1) For employees who are not former Contel employees, the greater of (a) or (b):

(a) 1.35% of Average Annual Compensation times Accredited Service

(b) Minimum benefit shown in Table A based on years of Accredited Service

(2) For former Contel employees, the greater of (a) or (b):

(a) The benefit calculated under the Contel pension plan as of the date of transfer to the GTE hourly plan.

Plus

The benefit equal to 1.35% of Average Annual Compensation times Accredited Service measured from the date of transfer to the GTE hourly plan (subject to the minimum benefit from Table A based on service from the date of transfer to the GTE hourly plan).

(b) The benefit described in (1) above (including the minimum), using Accredited Service under the Contel pension plan plus Accredited Service under the GTE hourly pension plan.

The pension determined under (1) or (2) above is offset by the annual amount payable from any other pension plan to which the company (or any other member of the controlled group) has contributed, but only to the extent that the benefit is attributable to employer contributions.

Early Retirement

Eligibility

Employees are eligible for early retirement after attaining:

(1) At least 15 years of Accredited Service and age plus Accredited Service (both unrounded) equal to or greater than 76 (Rule of 76), or

(2) At least 30 years of Accredited Service (regardless of age)

Amount

The benefit is computed in the same manner as the normal retirement benefit, but based on Average Annual Compensation and Accredited Service at termination of employment.

(1) For employees who are not former Contel employees, the pay-related benefit is reduced 3% for each year retirement precedes age 55, up to a maximum reduction of 18%. There is no reduction if the participant has 30 years of Accredited Service.

Early retirement reductions, if applicable, are applied to the pay-related formula prior to comparing to the minimum benefit shown in Table A.

(2) For former Contel employees, the benefit accrued under the Contel formula is reduced 4% for each year retirement precedes age 60. The benefit accrued under the GTE formula is reduced as described in (1) above.

Late Retirement	
Eligibility	Retire after normal retirement date
Amount	The greater of the benefit calculated at termination and the accrued benefit at normal retirement date actuarially increased to date of termination. Terminated vested participants that terminate before normal retirement date and retire after normal retirement date receive a lump sum payment equal to the missed payments from normal retirement date to actual retirement date.
Deferred Vested Retirement	
Eligibility	Five years of Vesting Service
Amount	The benefit is computed in the same manner as the normal retirement benefit, but based on Average Annual Compensation and Accredited Service at termination of employment. The minimum benefit for a deferred vested participant is equal to the applicable benefit from Table A based on Accredited Service projected to normal retirement then multiplied by the ratio of Vesting Service at termination of employment to projected Vesting Service at normal retirement. There is no minimum benefit for a deferred vested participant with less than 15 years of projected Accredited Service. Participants with at least 15 years of Accredited Service at termination of employment may commence an actuarially reduced benefit as early as the date the Rule of 76 is met. Participants with at least ten years of Accredited Service at termination of employment may commence an actuarially reduced benefit as early as age 55. See Table B for actuarial reduction factors.
Disability Retirement	
Eligibility	15 years of Accredited Service and total and permanent disability
Amount	The benefit is computed in the same manner as the normal retirement benefit, but based on Average Annual Compensation and Accredited Service at disability. There is no reduction for benefit commencement prior to normal retirement.

Preretirement Survivor's Benefit

Eligibility	Five years of Vesting Service
Amount	The benefit that would have been payable had the participant been eligible for a service pension and terminated employment on the date of death, elected the 65% joint and survivor annuity and then died. There is no reduction for early commencement if the participant died while an active employee. Otherwise, the benefit is reduced under the provisions of the deferred vested retirement benefit. For Southeast CBA 142 and Southwest CBA 48 if no named beneficiary exists, the benefit will be paid to the estate of the participant.

Forms of Payment

Normal Form	If married: A reduced benefit in the form of a 50% joint and survivor annuity with the spouse as contingent annuitant If single: A life annuity
Optional Forms	▪ Single life annuity ▪ 100% joint and survivor annuity ▪ 75% joint and survivor annuity ▪ 66-2/3% joint and survivor annuity ▪ 50% joint and survivor annuity ▪ 33-1/3% joint and survivor annuity ▪ 5-year certain and life ▪ Lump sum distribution

Definitions

Monthly Compensation	Monthly base rate of pay. Monthly Compensation excludes overtime, differentials, premiums, and other similar types of payment, but includes bonuses and commissions on account of sales and team-oriented short-term incentives as specified by the employee benefits committee.
Average Annual Compensation	Monthly Compensation during the highest 60 consecutive months divided by five. If less than 60 months of Monthly Compensation, the average is based on the number of months available.

Accredited Service	One year for each calendar year the employee is credited with 2,080 hours. If the employee is credited with less than 2,080 hours during a calendar year, Accredited Service for the year is equal to the number of hours credited during the year divided by 2,080. For employees with in-service distributions, Accredited Service begins on the later of January 1, 2000 or the distribution election date.
Vesting Service	One year for each calendar year the employee is credited with 1,000 hours. If the employee is credited with less than 1,000 hours during a calendar year, Vesting Service for the year is equal to the number of hours credited during the year divided by 2,080.

Special Benefit Provisions

Retention Bonus

Eligibility	Designated *f*GTE participants who remained employed throughout the Retention Bonus Period (April 1, 1999 through September 30, 2000)
Benefit Amount	An additional lump sum equal to 2% of the total monthly compensation for the 12-month period ending on the date the participant separates from service times the number of full calendar months (up to 18) worked during the Retention Bonus Period.

In-Service Distribution	Active participants age 55 or older who satisfied the Rule of 76 (76 age/service points with 15 years of service) on January 1, 2000 are eligible to elect an in-service distribution. The pension payable at subsequent retirement will be based on service after the election date.

Table A

Hourly Plan Minimum Benefits

Years of Accredited Service	Minimum Pension Schedule
15–19	$ 5,500
20–24	$ 7,000
25–29	$ 8,700
30–34	$10,400
35–39	$12,000
40+	$13,700

Table B

Deferred Vested Reduction Factors

Age	Factor	Age	Factor	Age	Factor
18	0.03100	36	0.09700	54	0.38300
19	0.03300	37	0.10300	55	0.41700
20	0.03500	38	0.11000	56	0.46700
21	0.03700	39	0.11800	57	0.51700
22	0.03900	40	0.12700	58	0.56700
23	0.04200	41	0.13600	59	0.61700
24	0.04400	42	0.14600	60	0.66700
25	0.04700	43	0.15600	61	0.73300
26	0.05000	44	0.16800	62	0.80000
27	0.05400	45	0.18000	63	0.86700
28	0.05700	46	0.19400	64	0.93300
29	0.06100	47	0.20900	65	1.00000
30	0.06500	48	0.22500		
31	0.06900	49	0.24300		
32	0.07400	50	0.26300		
33	0.07900	51	0.28400		
34	0.08400	52	0.31700		
35	0.09000	53	0.35000		

Changes in Plan Provisions Since the Prior Plan Year

The January 1, 2017 funding valuation reflects the following plan changes:

- The South Associates bargained the following changes effective May 31, 2016:
  - Four-year extension of the lump sum payment window
  - 30-year T-bond lump sum mortality basis frozen at the 2016 IRS 417(e) mortality table
  - 1% band increases effective September 15, 2016, September 15, 2017, and September 15, 2018.

  The valuation reflects the band multiplier increases for 2016 and 2017.

- Verizon offered certain South Associates terminated vested participants the option to elect a lump sum distribution during a window period in 2016.
- Enhanced pension benefits were offered under the special enhanced income security and protection plans (EISP/EIPP) in October 2016.
- The Verizon Pension Plan for Mid-Atlantic and South Associates was merged into the GTE Southwest Inc. Plan for Hourly-Paid Employees' Pensions on December 31, 2016, and the merged plan name was changed to the Verizon Pension Plan for Mid-Atlantic and South Associates.

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, line 32—Schedule of Amortization Bases

Type of Base	Present Value of Installment	Date Established	Years Remaining	Amortization Installment
Shortfall	$ 129,336,128	January 1, 2013	3	$ 44,880,648
Shortfall	41,059,800	January 1, 2014	4	10,900,778
Shortfall	(18,891,705)	January 1, 2015	5	(4,092,436)
Shortfall	141,561,357	January 1, 2016	6	26,344,566
Shortfall	86,182,335	January 1, 2017	7	14,152,164
Total	$ 379,247,915			$ 92,185,720

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, Part V—Statement of Actuarial Assumptions/Methods[1]

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2016), each adjusted as needed to fall within the 25-year average interest rate stabilization corridor
1st Segment Rate	4.16%
2nd Segment Rate	5.72%
3rd Segment Rate	6.48%
Salary Increases	South Associates and West Hourly unions that have not frozen AAC: 4.00% per year for ages less than 40, and 2.50% per year for ages 40 and over For West Hourly unions with frozen AAC, no promotions are assumed after freeze date, therefore, no future increases to AAC are reflected.
Lump Sum Conversion Rates	GATT rate 3.75% 120% PBGC immediate rate 2.40% [(GATT—1.75%) x 120%] 10-Yr T Bond rate 2.75% (GATT—1.00%)
Cash Balance Interest Crediting Rate	3.00%
Cash Balance Annuity Conversion Rate	Same as funding rates
Benefit and Compensation Limits	Projected benefits and compensation are limited by the current IRC section 415 maximum benefit of $215,000 and the section 401(a)(17) compensation limit of $270,000
Trust Expenses Included in Target Normal Cost	$16,230,000. The average of the three prior year's actual trust expenses reduced by investment related expenses and the prior year's PBGC premium. This average is then increased by the current year's expected PBGC premium and rounded to the nearest ten thousand.

[1] Assumptions for Teleproducts active employees are the same as for South Associates.

Mortality Rates	
Healthy and Disabled	2017 Static Mortality Table for Annuitants and Non-Annuitants per section 1.430(h)(3)-1(e)
Lump Sum Conversions	South Associates: 2016 417(e) Mortality Table West Hourly: Mortality basis in IRS Revenue Ruling 2001-62 *For PBGC and 10-year T-Bond bases*; South Associates: 1984 Unisex Pensioner Mortality as Published. West Associates: 1971 TPFC Mortality Table for males set back two years
Cash Balance Conversions	2017 417(e) Mortality Table
Optional Payment Form Election Percentage	
Active Participants	
South Associates	
Service Pension Eligible	80% elect lump sum payment, 20% elect life annuity
Not Service Pension Eligible	95% elect lump sum payment, 5% elect life annuity
West Hourly	
Service Pension Eligible	90% elect lump sum payment, 10% elect life annuity
Not Service Pension Eligible	85% elect lump sum payment, 15% elect life annuity
Terminated Vested Participants	
South Associates	If terminated within last two years, 40% elect immediate lump sum payment, 60% elect life annuity. If terminated two or more years ago, 100% elect life annuity
West Hourly	80% elect lump sum payment, 20% elect life annuity
Withdrawal Rates	See Tables A1 and A2
Disability Rates	See Table B1
Retirement Age	
Active Participants	See Tables C1 and C1T
Terminated Vested Participants	South Associates: Age 63 West Hourly: Age 60

Surviving Spouse Benefit	It is assumed that 100% of males and 100% of females have an eligible beneficiary. Beneficiaries are assumed to be the opposite gender as the participant. Female beneficiaries are assumed to be three years younger than the participant and male beneficiaries are assumed to be three years older than the participant.
Sickness Death Benefit	The percentage of active and retired participants with beneficiaries who qualify for this benefit is as follows: South Associates: See sample rates in Table D West Hourly: Not applicable
Valuation of Plan Assets	Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, expected earnings, and asset transfers. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.
Expected Return on Assets	
2015 Plan Year	7.25%, limited to 6.81%
2016 Plan Year	7.00%, limited to 6.65%
2017 Plan Year	7.65%, limited to 6.48%
East Associates Supplemental Earnings	3% of total pay
Retention Bonus	36% of total pay minus bonus
Actuarial Method	Unit Credit Cost method
Valuation Date	January 1, 2017
Decrement Timing	Middle of year decrements, with 100% retirement occurring at beginning of year

Table A1—South Associates

Probability of Withdrawal

Male Participants

	Years of Service					
Entry Age	**0**	**5**	**10**	**15**	**20**	**25**
15	.1969	.0280	.0112	.0080	.0049	.0050
20	.1850	.0252	.0110	.0079	.0060	.0042
25	.1572	.0180	.0099	.0060	.0042	
30	.1340	.0199	.0090	.0062	.0033	
35	.1189	.0150	.0062	.0043		
40	.1130	.0182	.0073	.0038		
45	.1132	.0143	.0038	.0006		
50	.1123	.0088	.0016			
55	.1038	.0106				

Female Participants

	Years of Service					
Entry Age	**0**	**5**	**10**	**15**	**20**	**25**
15	.2077	.0657	.0436	.0243	.0148	.0116
20	.1937	.0636	.0373	.0218	.0146	.0090
25	.1636	.0463	.0238	.0166	.0130	
30	.1343	.0348	.0186	.0160	.0107	
35	.1108	.0256	.0160	.0117		
40	.0926	.0230	.0137	.0075		
45	.0810	.0197	.0145	.0105		
50	.0787	.0175	.0155			
55	.0745	.0315				

Table A2—West Hourly

Probability of Withdrawal

Age	Probability
< 21	.2000
21	.1700
22	.1400
23	.1200
24	.1100
25	.1000
26	.0900
27	.0800
28	.0700
29–31	.0600
32–34	.0500
35–38	.0400
39–64	.0300
65+	.0300

Table B1—South Associates and West Hourly

Probability of Disability

Age	Male	Female	Age	Male	Female
19	0.000375	0.000375	45	0.002000	0.003000
			46	0.002250	0.003375
20	0.000375	0.000375	47	0.002625	0.003750
21	0.000375	0.000375	48	0.003125	0.004125
22	0.000375	0.000375	49	0.003500	0.004500
23	0.000375	0.000375			
24	0.000375	0.000375	50	0.004125	0.005000
			51	0.004875	0.005500
25	0.000075	0.000375	52	0.005750	0.006125
26	0.000375	0.000375	53	0.006625	0.006750
27	0.000375	0.000375	54	0.007625	0.007375
28	0.000375	0.000500			
29	0.000375	0.000500	55	0.008625	0.008000
			56	0.009625	0.008625
30	0.000375	0.000500	57	0.010750	0.009250
31	0.000375	0.000625	58	0.011875	0.010000
32	0.000375	0.000625	59	0.013125	0.010625
33	0.000375	0.000750			
34	0.000375	0.000750	60	0.014375	0.011250
			61	0.015750	0.012000
35	0.000500	0.000875	62	0.017250	0.012625
36	0.000500	0.001000	63	0.018875	0.013125
37	0.000625	0.001125	64	0.020500	0.013625
38	0.000750	0.001250			
39	0.000875	0.001500	65+	0.000000	0.000000
40	0.001000	0.001625			
41	0.001125	0.001875			
42	0.001250	0.002125			
43	0.001500	0.002375			
44	0.001750	0.002750			

Table C1—South Associates and West Hourly

For Retirements After 2017

Probability of Retirement

Male Participants

	Years of Service							
Entry Age	**15**	**20**	**25**	**30**	**35**	**40**	**45**	**50**
15				.018	.027	.058	.116	.300
20				.020	.053	.108	.300	1.000
25			.015	.039	.088	.300	1.000	
30			.026	.070	.300	1.000		
35		.042	.056	.300	1.000			
40		.065	.300	1.000				
45	.050	.300	1.000					
50	.300	1.000						
55	1.000							

Female Participants

	Years of Service							
Entry Age	**15**	**20**	**25**	**30**	**35**	**40**	**45**	**50**
15				.051	.071	.116	.155	.300
20				.055	.104	.143	.300	1.000
25			.051	.087	.126	.300	1.000	
30			.085	.116	.300	1.000		
35		.109	.110	.300	1.000			
40		.126	.300	1.000				
45	.200	.300	1.000					
50	.300	1.000						
55	1.000							

Table C1T—South Associates and West Hourly

For 2013–2017 Retirements

Probability of Retirement

Male Participants

	Years of Service							
Entry Age	**15**	**20**	**25**	**30**	**35**	**40**	**45**	**50**
15				.036	.054	.116	.232	.300
20				.039	.106	.216	.300	1.000
25			.030	.078	.176	.300	1.000	
30			.052	.140	.300	1.000		
35		.084	.112	.300	1.000			
40		.130	.300	1.000				
45	.100	.300	1.000					
50	.300	1.000						
55	1.000							

Female Participants

	Years of Service							
Entry Age	**15**	**20**	**25**	**30**	**35**	**40**	**45**	**50**
15				.103	.143	.232	.310	.300
20				.110	.208	.286	.300	1.000
25			.102	.174	.252	.300	1.000	
30			.170	.232	.300	1.000		
35		.218	.220	.300	1.000			
40		.252	.300	1.000				
45	.400	.300	1.000					
50	.300	1.000						
55	1.000							

Table D—South Associates

Percentage of Participants with Beneficiaries Who Qualify for Sickness Death Benefit

Attained Age	Male	Female
< 45	85	70
45–49	85	65
50–54	85	60
55–69	80	55
70–74	70	45
75–79	70	25
80+	65	10

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2017

Number of Participants and Average Compensation

Attained Age	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25										
25-29		16	41 $71,546	16						
30-34	1	81 $84,712	277 $73,814	208 $76,090	8					
35-39	3	99 $89,867	373 $75,191	523 $76,930	761 $75,410	20 $79,194				
40-44		76 $85,665	383 $78,357	574 $76,947	1,953 $76,209	316 $75,949	20 $73,905			
45-49	2	42 $82,838	274 $78,057	434 $75,771	1,840 $76,440	533 $75,433	786 $75,511	47 $72,125		
50-54		26 $94,619	160 $78,048	248 $75,379	1,177 $75,537	351 $75,099	882 $76,810	250 $74,833	24 $77,645	
55-59		10	119 $77,008	197 $73,534	802 $74,743	174 $73,027	413 $76,889	213 $74,852	324 $74,828	9
60-64		3	53 $74,792	63 $75,985	264 $73,794	73 $72,105	133 $75,044	51 $72,816	171 $76,007	132 $74,650
65-69		2	12	14	52 $72,524	8	12	6	14	52 $76,905
70+			1		6		1	1		4

N- 16,214

Note: There is one active participant who has a cash balance account. Since the cash balance feature applies to so few active participants, the average cash balance accounts are not shown.

VERIZON PENSION PLAN FOR MID-ATLANTIC AND SOUTH ASSOCIATES
EIN: 23-2259884 P/N 018
Schedule of Assets (Held at End of Year)
Schedule H, Part IV, Line 4i–
As of December 31, 2017

Identity of Issuer, Borrower, Lessor or Similar Party	Description of Investments including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Current Value
Bell Atlantic Master Trust	Allocated share of investments in Master Trust	$ 4,736,681,364

SCHEDULE SB (Form 5500)	Single-Employer Defined Benefit Plan Actuarial Information	OMB No. 1210-0110
Department of the Treasury, Internal Revenue Service; Department of Labor, Employee Benefits Security Administration; Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	2017 — This Form is Open to Public Inspection

For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of $1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan	B Three-digit plan number (PN) ▶
VERIZON PENSION PLAN FOR MID-ATLANTIC AND SOUTH ASSOCIATES	018
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF	**D** Employer Identification Number (EIN)
VERIZON COMMUNICATIONS INC.	23-2259884

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2017

2 Assets:

a Market value	2a	4,571,491,016
b Actuarial value	2b	4,642,379,709

3 Funding target/participant count breakdown

	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	42,601	1,879,070,170	1,879,070,170
b For terminated vested participants	7,687	262,774,040	262,774,040
c For active participants	16,214	1,537,446,690	2,074,790,995
d Total	66,502	3,679,290,900	4,216,635,205

4 If the plan is in at-risk status, check the box and complete lines (a) and (b) [ ]

a Funding target disregarding prescribed at-risk assumptions	4a	
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b	
5 Effective interest rate	5	5.97%
6 Target normal cost	6	97,720,611

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE DANIEL F. McFall DFM — Signature of actuary — 09/13/2018 — Date

DANIEL F. MCFALL — Type or print name of actuary — 1704341 — Most recent enrollment number

AON CONSULTING, INC. — Firm name — 847-295-5000 — Telephone number (including area code)

4 OVERLOOK POINT

LINCOLNSHIRE IL 60069 — Address of the firm

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions [ ]

Part II Beginning of Year Carryover and Prefunding Balances

		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	5,978,067	297,496,203
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	156,848,015
9	Amount remaining (line 7 minus line 8)	5,978,067	140,648,188
10	Interest on line 9 using prior year's actual return of 7.55%	487,810	10,618,938
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		607,605,645
	b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of 6.17%		27,811,746
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		11,842,025
	c Total available at beginning of current plan year to add to prefunding balance		647,259,416
	d Portion of (c) to be added to prefunding balance		647,259,416
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	6,465,877	798,526,542

Part III Funding Percentages

14	Funding target attainment percentage	14	91.00%
15	Adjusted funding target attainment percentage	15	110.09%
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	239.84%
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
03/06/2018	600,000,000	0			
		Totals ► 18(b)	600,000,000	18(c)	0

19	Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
	a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
	b Contributions made to avoid restrictions adjusted to valuation date	19b	0
	c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	560,470,396

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? [X] Yes [ ] No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? [X] Yes [ ] No

c If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:

a Segment rates:

1st segment:	2nd segment:	3rd segment:	
4.16 %	5.72 %	6.48%	☐ N/A, full yield curve used

b Applicable month (enter code)	21b	4
22 Weighted average retirement age	22	58

23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment. ☒ Yes ☐ No

25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment. ☐ Yes ☒ No

26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment. ☒ Yes ☐ No

27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	27	

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):

a Target normal cost (line 6)	31a	97,720,611
b Excess assets, if applicable, but not greater than line 31a	31b	0

32 Amortization installments:

	Outstanding Balance	Installment
a Net shortfall amortization installment	379,247,915	92,185,720
b Waiver amortization installment	0	0

33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	189,906,331

	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	6,465,877	183,440,454	189,906,331

36 Additional cash requirement (line 34 minus line 35)	36	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	560,470,396
38 Present value of excess contributions for current year (see instructions)		
a Total (excess, if any, of line 37 over line 36)	38a	560,470,396
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	189,906,331
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0
40 Unpaid minimum required contributions for all years	40	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:

a Schedule elected ☐ 2 plus 7 years ☐ 15 years

b Eligible plan year(s) for which the election in line 41a was made ☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011

42 Amount of acceleration adjustment	42	
43 Excess installment acceleration amount to be carried over to future plan years	43	

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, line 7—Explanation of Discrepancy in Prior Year Funding Standard Carryover Balance or Prefunding Balance

The Prefunding Balance in line 7(b) does not match line 13(b) from the prior year, because line 7(b) equals the $297,496,203 Prefunding Balance of the former Verizon Pension Plan for Mid-Atlantic and South Associates (EIN: 23-2259884, PN: 002), which merged into this plan on December 31, 2016. This plan was previously called the GTE Southwest Inc. Plan for Hourly-Paid Employees' Pensions, and was renamed to the Verizon Pension Plan for Mid-Atlantic and South Associates effective January 1, 2017.

The table below shows the key details of the funding balance calculations as of January 1, 2017:

		2016 PN 018 Southwest	2016 PN 002 MIDA	2017 PN 018 Merged MIDA
Carryover Balance				
7.	Balance at Beginning of Prior Year (Line 13 From Prior Year)	$ 5,978,067	$ 0	$ 5,978,067
8.	Portion Elected for Use to Offset Prior Year Funding requirement (Line 35 From Prior Year)	$ 0	$ 0	$ 0
9.	Amount Remaining	$ 5,978,067	$ 0	$ 5,978,067
10.	Interest on Line 9 Using Prior Year's Actual Return	$ 487,810	$ 0	$ 487,810
	Prior Year's Actual Return	8.16%	7.55%	
12.	Other Reductions in Balances Due to Elections or Deemed Elections	$ 0	$ 0	$ 0
13.	Balance at Beginning of Current Year	$ 6,465,877	$ 0	$ 6,465,877
Prefunding Balance				
7.	Balance at Beginning of Prior Year (Line 13 From Prior Year)	$ 0	$ 297,496,203	$ 297,496,203
8.	Portion Elected for Use to Offset Prior Year Funding Requirement (Line 35 From Prior Year)	$ 0	$ 156,848,015	$ 156,848,015
9.	Amount Remaining	$ 0	$ 140,648,188	$ 140,648,188
10.	Interest on Line 9 Using Prior Year's Actual Return	$ 0	$ 10,618,938	$ 10,618,938
11a.	Present Value of Excess Contributions (Line 38a From Prior Year)	$ 0	$ 607,605,645	$ 607,605,645
11b(1)	Interest on the Excess, if any, of Line 38a Over Line 38b From Prior Year, Using Prior Year's Effective Interest Rate	$ 0	$ 27,811,746	$ 27,811,746
	Prior Year's Effective Interest Rate	5.89%	6.17%	
11b(2)	Interest on Line 38b From Prior Year, Using Prior Year's Actual Return	$ 0	$ 11,842,025	$ 11,842,025
11c.	Total Available to Add to Prefunding Balance	$ 0	$ 647,259,416	$ 647,259,416
11d.	Portion of (C) to be Added to Prefunding Balance	$ 0	$ 647,259,416	$ 647,259,416
12.	Other Reductions in Balances Due to Elections or Deemed Elections	$ 0	$ 0	$ 0
13.	Balance at Beginning of Current Year	$ 0	$ 798,526,542	$ 798,526,542

The electronically filed Schedule SB includes line 7(a) and line 10(a) entries that have been adjusted to arrive at the correct line 13(a) entry. This was done because the filing software does not allow an override to the line 10 calculation. Due to the plan merger, there are two different interest rates to roll forward the Carryover Balance and the Prefunding Balance. The signed Schedule SB and the exhibit in the attachments have the correct numbers.

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2017

Date	Amount	Days to Discount to 1/1/2017 at 5.97%	Interest Adjusted Contribution
March 6, 2018	$ 600,000,000	429	$ 560,470,396
Total Contribution	$ 600,000,000		$ 560,470,396

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, line 22—Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at mid-year, except for the 100% retirement age. The retirement ages are weighted in proportion to active participant counts to determine the final weighted average retirement age of 58.

Males				Females			
(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)	(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
50.5	3.00%	1.0000	1.52	50.5	10.20%	1.0000	5.15
51.5	3.20%	0.9700	1.60	51.5	10.40%	0.8980	4.81
52.5	3.40%	0.9390	1.68	52.5	11.00%	0.8046	4.65
53.5	3.80%	0.9070	1.84	53.5	11.60%	0.7161	4.44
54.5	6.40%	0.8726	3.04	54.5	16.00%	0.6330	5.52
55.5	7.80%	0.8167	3.54	55.5	17.40%	0.5317	5.14
56.5	8.60%	0.7530	3.66	56.5	18.60%	0.4392	4.62
57.5	9.20%	0.6883	3.64	57.5	19.80%	0.3575	4.07
58.5	10.80%	0.6249	3.95	58.5	21.00%	0.2867	3.52
59.5	13.40%	0.5574	4.44	59.5	23.60%	0.2265	3.18
60.5	17.60%	0.4827	5.14	60.5	25.20%	0.1731	2.64
61.5	28.50%	0.3978	6.97	61.5	31.20%	0.1295	2.48
62.5	35.40%	0.2844	6.29	62.5	34.60%	0.0891	1.93
63.5	25.20%	0.1837	2.94	63.5	29.30%	0.0582	1.08
64.5	50.00%	0.1374	4.43	64.5	50.00%	0.0412	1.33
65.5	30.00%	0.0687	1.35	65.5	30.00%	0.0206	0.40
66.5	30.00%	0.0481	0.96	66.5	30.00%	0.0144	0.29
67.5	30.00%	0.0337	0.68	67.5	30.00%	0.0101	0.20
68.5	30.00%	0.0236	0.48	68.5	30.00%	0.0071	0.15
69	100.00%	0.0165	1.14	69	100.00%	0.0049	0.34
	Weighted Average		**59.29**		**Weighted Average**		**55.94**

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, Part V—Statement of Actuarial Assumptions/Methods[1]

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2016), each adjusted as needed to fall within the 25-year average interest rate stabilization corridor
1st Segment Rate	4.16%
2nd Segment Rate	5.72%
3rd Segment Rate	6.48%
Salary Increases	South Associates and West Hourly unions that have not frozen AAC: 4.00% per year for ages less than 40, and 2.50% per year for ages 40 and over For West Hourly unions with frozen AAC, no promotions are assumed after freeze date, therefore, no future increases to AAC are reflected.
Lump Sum Conversion Rates	GATT rate 3.75% 120% PBGC immediate rate 2.40% [(GATT—1.75%) x 120%] 10-Yr T Bond rate 2.75% (GATT—1.00%)
Cash Balance Interest Crediting Rate	3.00%
Cash Balance Annuity Conversion Rate	Same as funding rates
Benefit and Compensation Limits	Projected benefits and compensation are limited by the current IRC section 415 maximum benefit of $215,000 and the section 401(a)(17) compensation limit of $270,000
Trust Expenses Included in Target Normal Cost	$16,230,000. The average of the three prior year's actual trust expenses reduced by investment related expenses and the prior year's PBGC premium. This average is then increased by the current year's expected PBGC premium and rounded to the nearest ten thousand.

[1] Assumptions for Teleproducts active employees are the same as for South Associates.

Mortality Rates	
Healthy and Disabled	2017 Static Mortality Table for Annuitants and Non-Annuitants per section 1.430(h)(3)-1(e)
Lump Sum Conversions	South Associates: 2016 417(e) Mortality Table West Hourly: Mortality basis in IRS Revenue Ruling 2001-62 *For PBGC and 10-year T-Bond bases*; South Associates: 1984 Unisex Pensioner Mortality as Published. West Associates: 1971 TPFC Mortality Table for males set back two years
Cash Balance Conversions	2017 417(e) Mortality Table
Optional Payment Form Election Percentage	
Active Participants	
South Associates	
Service Pension Eligible	80% elect lump sum payment, 20% elect life annuity
Not Service Pension Eligible	95% elect lump sum payment, 5% elect life annuity
West Hourly	
Service Pension Eligible	90% elect lump sum payment, 10% elect life annuity
Not Service Pension Eligible	85% elect lump sum payment, 15% elect life annuity
Terminated Vested Participants	
South Associates	If terminated within last two years, 40% elect immediate lump sum payment, 60% elect life annuity. If terminated two or more years ago, 100% elect life annuity
West Hourly	80% elect lump sum payment, 20% elect life annuity
Withdrawal Rates	See Tables A1 and A2
Disability Rates	See Table B1
Retirement Age	
Active Participants	See Tables C1 and C1T
Terminated Vested Participants	South Associates: Age 63 West Hourly: Age 60

Surviving Spouse Benefit	It is assumed that 100% of males and 100% of females have an eligible beneficiary. Beneficiaries are assumed to be the opposite gender as the participant. Female beneficiaries are assumed to be three years younger than the participant and male beneficiaries are assumed to be three years older than the participant.
Sickness Death Benefit	The percentage of active and retired participants with beneficiaries who qualify for this benefit is as follows: South Associates: See sample rates in Table D West Hourly: Not applicable
Valuation of Plan Assets	Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, expected earnings, and asset transfers. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.
Expected Return on Assets	
2015 Plan Year	7.25%, limited to 6.81%
2016 Plan Year	7.00%, limited to 6.65%
2017 Plan Year	7.65%, limited to 6.48%
East Associates Supplemental Earnings	3% of total pay
Retention Bonus	36% of total pay minus bonus
Actuarial Method	Unit Credit Cost method
Valuation Date	January 1, 2017
Decrement Timing	Middle of year decrements, with 100% retirement occurring at beginning of year

Table A1—South Associates

Probability of Withdrawal

Male Participants

	Years of Service					
Entry Age	**0**	**5**	**10**	**15**	**20**	**25**
15	.1969	.0280	.0112	.0080	.0049	.0050
20	.1850	.0252	.0110	.0079	.0060	.0042
25	.1572	.0180	.0099	.0060	.0042	
30	.1340	.0199	.0090	.0062	.0033	
35	.1189	.0150	.0062	.0043		
40	.1130	.0182	.0073	.0038		
45	.1132	.0143	.0038	.0006		
50	.1123	.0088	.0016			
55	.1038	.0106				

Female Participants

	Years of Service					
Entry Age	**0**	**5**	**10**	**15**	**20**	**25**
15	.2077	.0657	.0436	.0243	.0148	.0116
20	.1937	.0636	.0373	.0218	.0146	.0090
25	.1636	.0463	.0238	.0166	.0130	
30	.1343	.0348	.0186	.0160	.0107	
35	.1108	.0256	.0160	.0117		
40	.0926	.0230	.0137	.0075		
45	.0810	.0197	.0145	.0105		
50	.0787	.0175	.0155			
55	.0745	.0315				

Table A2—West Hourly

Probability of Withdrawal

Age	Probability
< 21	.2000
21	.1700
22	.1400
23	.1200
24	.1100
25	.1000
26	.0900
27	.0800
28	.0700
29–31	.0600
32–34	.0500
35–38	.0400
39–64	.0300
65+	.0300

Table B1—South Associates and West Hourly

Probability of Disability

Age	Male	Female	Age	Male	Female
19	0.000375	0.000375	45	0.002000	0.003000
			46	0.002250	0.003375
20	0.000375	0.000375	47	0.002625	0.003750
21	0.000375	0.000375	48	0.003125	0.004125
22	0.000375	0.000375	49	0.003500	0.004500
23	0.000375	0.000375			
24	0.000375	0.000375	50	0.004125	0.005000
			51	0.004875	0.005500
25	0.000075	0.000375	52	0.005750	0.006125
26	0.000375	0.000375	53	0.006625	0.006750
27	0.000375	0.000375	54	0.007625	0.007375
28	0.000375	0.000500			
29	0.000375	0.000500	55	0.008625	0.008000
			56	0.009625	0.008625
30	0.000375	0.000500	57	0.010750	0.009250
31	0.000375	0.000625	58	0.011875	0.010000
32	0.000375	0.000625	59	0.013125	0.010625
33	0.000375	0.000750			
34	0.000375	0.000750	60	0.014375	0.011250
			61	0.015750	0.012000
35	0.000500	0.000875	62	0.017250	0.012625
36	0.000500	0.001000	63	0.018875	0.013125
37	0.000625	0.001125	64	0.020500	0.013625
38	0.000750	0.001250			
39	0.000875	0.001500	65+	0.000000	0.000000
40	0.001000	0.001625			
41	0.001125	0.001875			
42	0.001250	0.002125			
43	0.001500	0.002375			
44	0.001750	0.002750			

Table C1—South Associates and West Hourly

For Retirements After 2017

Probability of Retirement

Male Participants

	Years of Service							
Entry Age	**15**	**20**	**25**	**30**	**35**	**40**	**45**	**50**
15				.018	.027	.058	.116	.300
20				.020	.053	.108	.300	1.000
25			.015	.039	.088	.300	1.000	
30			.026	.070	.300	1.000		
35		.042	.056	.300	1.000			
40		.065	.300	1.000				
45	.050	.300	1.000					
50	.300	1.000						
55	1.000							

Female Participants

	Years of Service							
Entry Age	**15**	**20**	**25**	**30**	**35**	**40**	**45**	**50**
15				.051	.071	.116	.155	.300
20				.055	.104	.143	.300	1.000
25			.051	.087	.126	.300	1.000	
30			.085	.116	.300	1.000		
35		.109	.110	.300	1.000			
40		.126	.300	1.000				
45	.200	.300	1.000					
50	.300	1.000						
55	1.000							

Table C1T—South Associates and West Hourly

For 2013–2017 Retirements

Probability of Retirement

Male Participants

	Years of Service							
Entry Age	**15**	**20**	**25**	**30**	**35**	**40**	**45**	**50**
15				.036	.054	.116	.232	.300
20				.039	.106	.216	.300	1.000
25			.030	.078	.176	.300	1.000	
30			.052	.140	.300	1.000		
35		.084	.112	.300	1.000			
40		.130	.300	1.000				
45	.100	.300	1.000					
50	.300	1.000						
55	1.000							

Female Participants

	Years of Service							
Entry Age	**15**	**20**	**25**	**30**	**35**	**40**	**45**	**50**
15				.103	.143	.232	.310	.300
20				.110	.208	.286	.300	1.000
25			.102	.174	.252	.300	1.000	
30			.170	.232	.300	1.000		
35		.218	.220	.300	1.000			
40		.252	.300	1.000				
45	.400	.300	1.000					
50	.300	1.000						
55	1.000							

Table D—South Associates

Percentage of Participants with Beneficiaries Who Qualify for Sickness Death Benefit

Attained Age	Male	Female
< 45	85	70
45–49	85	65
50–54	85	60
55–69	80	55
70–74	70	45
75–79	70	25
80+	65	10

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, Part V—Summary of Plan Provisions

Teleproducts Provisions

Effective Date	Restated as of January 1, 2014 with amendments adopted through December 31, 2016.
Close Date	October 1, 2013
Freeze Date	Not applicable
2007 Merger	Effective November 30, 2007, the Teleproducts Union portion of the Enterprises Management Plan was merged into the Mid-Atlantic Plan.
Participation	Any union represented Teleproducts associate first hired on or after October 1, 2013 is not eligible to participate in the plan.
Eligibility for Benefits	
Normal	Later of age 65 or fifth anniversary from date of hire
Early	75 age/service points with 15 years net credited service
Late	Retire after normal retirement date
Vested	Three years of Vesting Service.
Disability	Fifteen years of Credited Service and total and permanent disability
Amount of Benefits	
Normal	Cash balance benefit
Early	Cash balance benefit with no reductions
Late	Cash balance benefit
Vested	Accrued normal retirement benefit using compensation and credited service as of date of separation from service
Disability	Accrued normal retirement benefit with no reduction applied for receipt prior to age 65

Definitions

Cash Balance Account	Equal to the sum of opening account balance, if applicable, plus pay and interest credits
Pay Credits	Each month the cash balance account is credited by an amount equal to a percentage of monthly compensation based on points (age plus service) at the beginning of each year as follows:

Points	Pay Credit Percentage
Less Than 35	4%
35–49	5%
50–64	6%
65 or More	7%

Interest Credits	Up to the benefit commencement date, interest is credited based on the average annual yield on one-year Treasury bills plus one percentage point, limited to the 30-year Treasury rate.
Compensation	Base pay (highest rate for the month), sales bonuses and commissions, short term performance incentives (excluding Senior Managers), lump sum merit payments, foreign service payments, premiums, corporate profit sharing, differentials and back pay awards. Salary reduction amounts under IRC section 125 or 401(k) are included. Qualified plan compensation is limited to the 401(a)(17) limit.

Preretirement Death Benefit

Beneficiaries Eligible	Spouse or other designated beneficiaries of vested active participants who die before payments commence, and designated beneficiaries of vested former participants. For participants who terminated before 2002, only spouses are eligible for this benefit.
Death Benefit	If the deceased participant was an active employee or a vested former participant who terminated after January 1, 2002, the participant's spouse or named beneficiary will be eligible for a benefit equal to the full value of the Cash Balance Account (spouses have the option to defer payment).

Forms Of Payment

Normal Form

(1) Single participants: life annuity

(2) Married participants: 50% Joint-and-Survivor Annuity with the spouse as the survivor

Optional Forms

(1) Lump sum cash out

(2) Combination annuity and lump-sum cash out. Designated amount in 10% increments (up to 50%) paid as a lump sum cash out and the remaining portion distributed in any of normal or optional payment forms

(3) 33-1/3%, 50%, 66-2/3% or 100% Joint-and-Survivor with designated beneficiary as the survivor

(4) 50%, 75% or 100% Joint-and-Survivor with designated beneficiary as survivor with monthly payments restored to the life annuity level if the beneficiary predeceases the participant (pop-up)

(5) 5- or 10-year certain and life annuity

South Associates Pension Plan

Plans Included	Verizon Pension Plan for Mid-Atlantic Associates ("South"), a component plan of the Verizon Pension Plan for Mid-Atlantic and South Associates
Effective Date	Restated January 1, 2014 with amendments adopted through December 31, 2016.
Close Date	October 28, 2012
Freeze Date	Not applicable
2016 Mergers	Effective December 31, 2016, the Verizon Pension Plan for Mid-Atlantic and South Associates was merged into the GTE Southwest Incorporated Plan for Hourly-Paid Employees' Pensions, and the merged plan was renamed the Verizon Pension Plan for Mid-Atlantic and South Associates.
2016 Associate Offer	The plan was amended to offer the following enhancements to eligible participants who separated from service under the respective offer: (1) preservation of the October 2016 lump sum interest rates to determine a minimum lump sum, (2) unreduced benefits for service pension eligible associates, and (3) acceleration of the September 15, 2017 band increase.
2016 Terminated Vested Lump Sum Window	The plan was amended to allow certain terminated vested participants that terminated prior to August 1, 2003 the ability to elect a lump sum distribution if the election was made during the 2016 window period.
2016 Bargaining	The plan was amended to extend the lump sum trial benefit to August 2019. The mortality basis for the lump sum based on the 30-year Treasury rate is frozen at the 2016 417(e) table. Additionally, multiplier bands are to increase 1% on September 15, 2016, 1% on September 15, 2017, and 1% on September 15, 2018. Finally, for vested participants that die without a beneficiary, the death benefit will be paid to the estate of the participant.
2016 Spinoff	Effective April 1, 2016, the assets and liabilities of the South associates transferred to Frontier Communications Corporation were spun off from the Verizon Pension Plan for Mid-Atlantic and South Associates.

2014 Associate Offer	The plan was amended to offer the following enhancements to eligible participants who separated from service under the respective offer: (1) preservation of the December 2014 lump sum interest rates to determine a minimum lump sum, and (2) unreduced benefits for service pension eligible associates.
2013 Associate Offer	The plan was amended to offer the following enhancements to eligible participants who separated from service under the respective offer: (1) preservation of the December 2013 lump sum interest rates to determine a minimum lump sum, and (2) unreduced benefits for service pension eligible associates.
2012 Bargaining	The plan was amended to extend the lump sum trial benefit for three years to August 2015. Additionally, any associate first hired on or after October 28, 2012, is not eligible to participate in the pension plan.
2010 Voluntary Separation Incentive Offer	The plan was amended to offer the following enhancements to eligible participants who separated from service under the respective offer: (1) acceleration of the October 1, 2010 band increase, (2) preservation of the March 2010 lump sum interest rates to determine a minimum lump sum, and (3) unreduced benefits for service pension eligible associates.
2010 Spinoff	Effective June 30, 2010, the assets and liabilities of the Mid-Atlantic associates transferred to Frontier Communications Corporation were spun off from the Verizon Pension Plan for Mid-Atlantic Associates.
2010 Mergers	Effective on the dates listed below, the plans listed below were merged into the Verizon Pension Plan for Mid-Atlantic Associates and the merged plan was renamed the Verizon Pension Plan for Mid-Atlantic and South Associates. There were no changes made to the benefit provisions of the merged-in plans, which remain summarized in the West Hourly Pension Plan Provisions section.

Plan Name	Merger Date
GTE North Inc. Pension Plan for Hourly-Paid Employees of Pennsylvania	11/01/2010
GTE South Inc. (Southeast) Plan for Hourly-Paid Employees' Pensions	11/02/2010
GTE Supply Pension Plan for Union Represented Employees	11/09/2010

Participation	Any nonsalaried employee of a participating company hired prior to October 28, 2012 is eligible to become a participant upon the later of: (1) Attainment of age 21 (2) Completion of 1,000 hours of service during a 12-month period beginning on the employee's date of hire, the anniversary of the employee's date of hire, or the calendar year
Eligibility For Benefits	
Normal	Age 65
Early	Age 60 with 15 years of Credited Service; age 55 with 20 years of Credited Service; age 50 with 25 years of Credited Service; or any age with 30 years of Credited Service
Late	Retire after normal retirement date
Vested	Five years of Vesting Service
Disability	15 years of Credited Service and total and permanent disability
Preretirement Survivor's Benefit	Five years of Vesting Service
Sickness Death Benefit	All active and retired employees hired before August 9, 1986 are eligible if death occurs from an illness or an off-the-job accident. Excluded are participants who received a 100% cash-out under the 1992 special retirement program or who receive a 100% cash-out in 1994 or 1995 and make an election to receive this benefit from another source. Participants must have retired with a Service Pension or Disability Pension (or received a lump sum payment for their pension).
Amount of Benefits	
Normal	For all participants, the monthly benefit payable is equal to (a) + (b): (a) The dollar amount corresponding to the appropriate pension band for that participant times Credited Service. Each job title is assigned a specific pension band. Table A lists the dollar amount for each pension band.

(b) 0.1% of Annual Average Supplemental Payments times Credited Service

Early

A benefit computed in the same manner as a normal retirement benefit, but with the following reductions applied for receipt prior to age 55:

Years of Credited Service	Reduction
30 Years or More	No reduction
Less Than 30 Years	6% for each year that payments begin prior to age 55

Late

A benefit computed in the same manner as a normal retirement benefit, calculated using the benefit formula and credited service as of date of separation from service.

Terminated vested participants who terminate before normal retirement date and retire after normal retirement date receive a lump sum payment equal to the missed payments from normal retirement date to actual retirement date.

Vested

A benefit computed in the same manner as a normal retirement benefit, calculated using the benefit formula and credited service as of date of separation from service, and reduced actuarially for receipt prior to age 65. See Table B for reduction factors.

Disability

A benefit computed in the same manner as a normal retirement benefit. No reduction is applied for receipt of disability benefits prior to age 65. The disability benefit is converted to a normal retirement benefit of an equal amount at age 65.

Minimum Pension

The minimum pension amount for employees eligible for a service or disability pension is $700 per month. This amount is prorated for service less than 30 years. The minimum pension is reduced if paid in a form other than a life annuity. The minimum benefit is not reduced if commencement occurs before the unreduced retirement age.

Future Pension Band Increases

As of December 31 2016, no future band increases after the increase that is to take effect on September 15, 2018.

Preretirement Survivor's Benefit	
Terminated Vested Participants Without Service on and After August 6, 2000	Upon the death of a vested participant who terminated prior to August 6, 2000, the participant's spouse will be eligible for a benefit equal to 50% of the participant's accrued benefit deferred to the later of the earliest age the deferred vested pension would have been payable and the current age. This benefit is reduced for early commencement and the cost of a 50% survivor annuity. Beginning May 30, 2016, if no named beneficiary exists, the benefits will be paid to the estate of the participant.
Participants With Service on and After August 6, 2000	Active Employees Eligible for Early or Normal Retirement or with 15 or More Years of Service—the participant's spouse or named beneficiary will be eligible for a benefit equal to 65% of the participant's accrued benefit payable immediately (spouses have the option to defer payment). The benefit is not reduced for early commencement. This benefit is reduced for the cost of a 65% survivor annuity. (A 50% survivor annuity is provided for nonspouse beneficiaries more than 25 years younger than the participant.) Beginning May 30, 2016, if no named beneficiary exists, the benefits will be paid to the estate of the participant. Active Employees Not Eligible for Early or Normal Retirement or with Fewer than 15 Years of Service or Deferred Vested Participants—the participant's spouse or named beneficiary will be eligible for a benefit equal to 65% of the participant's accrued benefit payable immediately (spouses have the option to defer payment). This benefit is reduced for early commencement and the cost of a 65% survivor annuity. (As above, a 50% survivor benefit is provided for nonspouse beneficiaries more than 25 years younger than the participant.) Beginning May 30, 2016, if no named beneficiary exists, the benefits will be paid to the estate of the participant.
Sickness Death Benefit	One year's pay based on pay on the earlier of the employee's death or retirement, subject to a maximum of $39,000.
Normal Form of Benefits	Reduced benefit in the form of a 50% joint and survivor annuity if married, or a life annuity if single
Optional Forms of Payment	50%, 60%, 70%, and 75% joint and survivor annuities. The cost of the survivor annuity is restored to the employee's pension if the beneficiary predeceases the employee.

	Vested participants terminating during the period November 1, 2004 through August 1, 2019 can elect to receive 100% of the benefit in the form of a lump sum.
Beneficiary Options	With a spouse's consent, if applicable, any individual can be a beneficiary.
Definitions	
Supplemental Payments	Differentials and other special payments. These supplemental payments include special city allowances, in charge allowances, extra payments for temporary assignments or temporary promotions to higher graded or supervisor positions, job differentials, and evening and night differential payments. Supplemental payments also include the 3% of pay lump sum paid in October 2003.
Annual Average Supplemental Payments	The average of the sum of all Supplemental Payments received in the three years immediately preceding retirement
Credited Service	All eligible years and months of employment accrued to the earlier of actual retirement or separation from service
Vesting Service	A year of vesting service is credited for each calendar year in which 1,000 hours of service is performed, starting with the later of age 18 and the first year of employment.
Mandatory Beneficiary	The participant's spouse, dependent child, or dependent parents

Table A

South Monthly Benefits

Pension Band	Effective for Terminations on or After 09/15/2016	09/15/2017	09/15/2018
101	$39.15	$39.54	$39.94
102	$40.76	$41.17	$41.58
103	$42.41	$42.83	$43.26
104	$44.08	$44.52	$44.97
105	$45.72	$46.18	$46.64
106	$47.40	$47.87	$48.35
107	$49.03	$49.52	$50.02
108	$50.65	$51.16	$51.67
109	$52.36	$52.88	$53.41
110	$53.97	$54.51	$55.06
111	$55.63	$56.19	$56.75
112	$57.27	$57.84	$58.42
113	$58.92	$59.51	$60.11
114	$60.61	$61.22	$61.83
115	$62.24	$62.86	$63.49
116	$63.88	$64.52	$65.17
117	$65.49	$66.14	$66.80
118	$67.22	$67.89	$68.57
119	$68.85	$69.54	$70.24
120	$70.48	$71.18	$71.89
121	$72.12	$72.84	$73.57
122	$73.79	$74.53	$75.28
123	$75.44	$76.19	$76.95
124	$77.10	$77.87	$78.65
125	$78.74	$79.53	$80.33
126	$80.38	$81.18	$81.99
127	$82.04	$82.86	$83.69
128	$83.66	$84.50	$85.35
129	$85.35	$86.20	$87.06
130	$86.95	$87.82	$88.70
131	$88.65	$89.54	$90.44
132	$90.30	$91.20	$92.11
133	$91.93	$92.85	$93.78
134	$93.61	$94.55	$95.50
135	$95.20	$96.15	$97.11

Pension band amounts have been increased as follows as a result of bargaining agreements:

Effective Date	Percentage Increase	Effective Date	Percentage Increase
07/01/2003	4%	10/01/2008	3.25%
10/01/2003	5% (temporary)	10/01/2009	3.50%
01/01/2004	Reduces to 07/01/2003 level	10/01/2010	3.75%
11/01/2004	2%	09/15/2016	1.00%
10/01/2005	3%	09/15/2017	1.00%
10/01/2006	3%	09/15/2018	1.00%
10/01/2007	3%		

Table B

Deferred Vested Reduction Factors

Age	Factor	Age	Factor	Age	Factor
18	0.02200	36	0.07700	54	0.34000
19	0.02200	37	0.08300	55	0.37000
20	0.02200	38	0.09000	56	0.40000
21	0.02400	39	0.09700	57	0.44000
22	0.02600	40	0.10500	58	0.48000
23	0.02800	41	0.11400	59	0.53000
24	0.03000	42	0.12400	60	0.58000
25	0.03300	43	0.13400	61	0.65000
26	0.03500	44	0.14600	62	0.72000
27	0.03800	45	0.15900	63	0.80000
28	0.04100	46	0.17200	64	0.89000
29	0.04400	47	0.18700	65	1.00000
30	0.04800	48	0.20400		
31	0.05200	49	0.22200		
32	0.05600	50	0.24000		
33	0.06000	51	0.26000		
34	0.06500	52	0.28000		
35	0.07100	53	0.31000		

West Hourly Pension Plans

Plans Included	▪ GTE North Incorporated Pension Plan for Hourly-Paid Employees of Pennsylvania ▪ GTE South Incorporated (Southeast) Plan for Hourly-Paid Employees' Pensions ▪ GTE Southwest Incorporated Plan for Hourly-Paid Employees' Pensions ▪ GTE Supply Pension Plan for Union Represented Employees
Effective Dates	Pennsylvania Hourly: February 15, 1929. Restated January 1, 2014 with amendments through December 31, 2016. Southeast Hourly: April 1, 1954. Restated January 1, 2014 with amendments through December 31, 2016. Southwest Hourly: January 1, 1944. Restated January 1, 2014 with amendments through December 31, 2016. Supply Union: June 19, 1988. Restated January 1, 2014 with amendments through December 31, 2016.
2016 Mergers	Effective December 31, 2016, the Verizon Pension Plan for Mid-Atlantic and South Associates was merged into the GTE Southwest Incorporated Plan for Hourly-Paid Employees' Pensions, and the merged plan was renamed the Verizon Pension Plan for Mid-Atlantic and South Associates.
2016 Bargaining	Southeast CBA 142: Beginning May 30, 2016, if no named beneficiary exists, the benefit will be paid to the estate of the participant. Southwest CBA 48: Beginning September 27, 2016, if no named beneficiary exists, the benefit will be paid to the estate of the participant.
2016 Spinoff	Effective April 1, 2016, the assets and liabilities of the associates in the Southeast, Southwest, and Supply Hourly plans transferred to Frontier Communications Corporation were spun off from the Verizon Pension Plan for Mid-Atlantic and South Associates.

West Hourly Bargaining Changes

Average annual compensation has been frozen as of the pay freeze date below. Additionally, the plan is closed to new hires on or after the close date below.

Plan	Close Date	Pay Freeze Date
Indiana CBA 25	12/10/2014	02/28/2015
Indiana CBA 37	08/01/2013	07/01/2013
Indiana CBA 46	08/01/2013	01/01/2014
Pennsylvania CBA 53	06/01/2013	09/01/2013
Southeast CBA 45	04/13/2014	06/30/2014
Southeast CBA 142	10/28/2012	N/A
Southwest CBA 48, 548, 101	08/01/2013	09/01/2013
Supply CBA 113	08/01/2013	09/01/2013
Supply CBA 9	08/01/2014	12/31/2014
Supply CBA 13	03/01/2015	04/30/2015

2014 Southeast Associate Offer

The Southeast plan was amended to offer the following enhancements to eligible participants who separated from service under the respective offer: (1) preservation of the January 2015 lump sum interest rates to determine a minimum lump sum, and (2) unreduced benefits for service pension eligible associates.

2013 Southeast Associate Offer

The Southeast plan was amended to offer the following enhancements to eligible participants who separated from service under the respective offer: (1) preservation of the January 2014 lump sum interest rates to determine a minimum lump sum, and (2) unreduced benefits for service pension eligible associates.

2010 Voluntary Separation Incentive Offer

The Pennsylvania, Southeast, Southwest, and Supply Hourly plans were amended to offer unreduced benefits for certain service pension eligible associates who separated from service under the respective offers.

2010 Spinoff

Effective June 30, 2010, the assets and liabilities of the associates in the Southeast, Southwest, and Supply Hourly plans transferred to Frontier Communications Corporation were spun off from the respective Verizon Pension Plan.

2010 Mergers

Effective on the dates listed below, the plans listed below were merged into the Verizon Pension Plan for Mid-Atlantic Associates and the merged plan was renamed the Verizon Pension Plan for Mid-Atlantic and South Associates. No changes were made to the benefit provisions.

Plan Name	Merger Date
GTE North Inc. Pension Plan for Hourly-Paid Employees of Pennsylvania	11/01/2010
GTE South Inc. (Southeast) Plan for Hourly-Paid Employees' Pensions	11/02/2010
GTE Supply Pension Plan for Union Represented Employees	11/09/2010

Participation

Date of hire for all regular, hourly-paid employees provided date of hire is before the applicable Close Date.

Normal Retirement

Eligibility

The later of age 65 or the fifth anniversary of the date of hire

Amount

The benefit determined under (1) or (2), whichever is applicable

(1) For employees who are not former Contel employees, the greater of (a) or (b):

(a) 1.35% of Average Annual Compensation times Accredited Service

(b) Minimum benefit shown in Table A based on years of Accredited Service

(2) For former Contel employees, the greater of (a) or (b):

(a) The benefit calculated under the Contel pension plan as of the date of transfer to the GTE hourly plan.

Plus

The benefit equal to 1.35% of Average Annual Compensation times Accredited Service measured from the date of transfer to the GTE hourly plan (subject to the minimum benefit from Table A based on service from the date of transfer to the GTE hourly plan).

(b) The benefit described in (1) above (including the minimum), using Accredited Service under the Contel pension plan plus Accredited Service under the GTE hourly pension plan.

The pension determined under (1) or (2) above is offset by the annual amount payable from any other pension plan to which the company (or any other member of the controlled group) has contributed, but only to the extent that the benefit is attributable to employer contributions.

Early Retirement

Eligibility

Employees are eligible for early retirement after attaining:

(1) At least 15 years of Accredited Service and age plus Accredited Service (both unrounded) equal to or greater than 76 (Rule of 76), or

(2) At least 30 years of Accredited Service (regardless of age)

Amount

The benefit is computed in the same manner as the normal retirement benefit, but based on Average Annual Compensation and Accredited Service at termination of employment.

(1) For employees who are not former Contel employees, the pay-related benefit is reduced 3% for each year retirement precedes age 55, up to a maximum reduction of 18%. There is no reduction if the participant has 30 years of Accredited Service.

Early retirement reductions, if applicable, are applied to the pay-related formula prior to comparing to the minimum benefit shown in Table A.

(2) For former Contel employees, the benefit accrued under the Contel formula is reduced 4% for each year retirement precedes age 60. The benefit accrued under the GTE formula is reduced as described in (1) above.

Late Retirement	
Eligibility	Retire after normal retirement date
Amount	The greater of the benefit calculated at termination and the accrued benefit at normal retirement date actuarially increased to date of termination. Terminated vested participants that terminate before normal retirement date and retire after normal retirement date receive a lump sum payment equal to the missed payments from normal retirement date to actual retirement date.
Deferred Vested Retirement	
Eligibility	Five years of Vesting Service
Amount	The benefit is computed in the same manner as the normal retirement benefit, but based on Average Annual Compensation and Accredited Service at termination of employment. The minimum benefit for a deferred vested participant is equal to the applicable benefit from Table A based on Accredited Service projected to normal retirement then multiplied by the ratio of Vesting Service at termination of employment to projected Vesting Service at normal retirement. There is no minimum benefit for a deferred vested participant with less than 15 years of projected Accredited Service. Participants with at least 15 years of Accredited Service at termination of employment may commence an actuarially reduced benefit as early as the date the Rule of 76 is met. Participants with at least ten years of Accredited Service at termination of employment may commence an actuarially reduced benefit as early as age 55. See Table B for actuarial reduction factors.
Disability Retirement	
Eligibility	15 years of Accredited Service and total and permanent disability
Amount	The benefit is computed in the same manner as the normal retirement benefit, but based on Average Annual Compensation and Accredited Service at disability. There is no reduction for benefit commencement prior to normal retirement.

Preretirement Survivor's Benefit

Eligibility	Five years of Vesting Service
Amount	The benefit that would have been payable had the participant been eligible for a service pension and terminated employment on the date of death, elected the 65% joint and survivor annuity and then died. There is no reduction for early commencement if the participant died while an active employee. Otherwise, the benefit is reduced under the provisions of the deferred vested retirement benefit. For Southeast CBA 142 and Southwest CBA 48 if no named beneficiary exists, the benefit will be paid to the estate of the participant.

Forms of Payment

Normal Form	If married: A reduced benefit in the form of a 50% joint and survivor annuity with the spouse as contingent annuitant If single: A life annuity
Optional Forms	▪ Single life annuity ▪ 100% joint and survivor annuity ▪ 75% joint and survivor annuity ▪ 66-2/3% joint and survivor annuity ▪ 50% joint and survivor annuity ▪ 33-1/3% joint and survivor annuity ▪ 5-year certain and life ▪ Lump sum distribution

Definitions

Monthly Compensation	Monthly base rate of pay. Monthly Compensation excludes overtime, differentials, premiums, and other similar types of payment, but includes bonuses and commissions on account of sales and team-oriented short-term incentives as specified by the employee benefits committee.
Average Annual Compensation	Monthly Compensation during the highest 60 consecutive months divided by five. If less than 60 months of Monthly Compensation, the average is based on the number of months available.

Accredited Service	One year for each calendar year the employee is credited with 2,080 hours. If the employee is credited with less than 2,080 hours during a calendar year, Accredited Service for the year is equal to the number of hours credited during the year divided by 2,080. For employees with in-service distributions, Accredited Service begins on the later of January 1, 2000 or the distribution election date.
Vesting Service	One year for each calendar year the employee is credited with 1,000 hours. If the employee is credited with less than 1,000 hours during a calendar year, Vesting Service for the year is equal to the number of hours credited during the year divided by 2,080.

Special Benefit Provisions

Retention Bonus

Eligibility	Designated *f*GTE participants who remained employed throughout the Retention Bonus Period (April 1, 1999 through September 30, 2000)
Benefit Amount	An additional lump sum equal to 2% of the total monthly compensation for the 12-month period ending on the date the participant separates from service times the number of full calendar months (up to 18) worked during the Retention Bonus Period.

In-Service Distribution	Active participants age 55 or older who satisfied the Rule of 76 (76 age/service points with 15 years of service) on January 1, 2000 are eligible to elect an in-service distribution. The pension payable at subsequent retirement will be based on service after the election date.

Table A

Hourly Plan Minimum Benefits

Years of Accredited Service	Minimum Pension Schedule
15–19	$ 5,500
20–24	$ 7,000
25–29	$ 8,700
30–34	$10,400
35–39	$12,000
40+	$13,700

Table B

Deferred Vested Reduction Factors

Age	Factor	Age	Factor	Age	Factor
18	0.03100	36	0.09700	54	0.38300
19	0.03300	37	0.10300	55	0.41700
20	0.03500	38	0.11000	56	0.46700
21	0.03700	39	0.11800	57	0.51700
22	0.03900	40	0.12700	58	0.56700
23	0.04200	41	0.13600	59	0.61700
24	0.04400	42	0.14600	60	0.66700
25	0.04700	43	0.15600	61	0.73300
26	0.05000	44	0.16800	62	0.80000
27	0.05400	45	0.18000	63	0.86700
28	0.05700	46	0.19400	64	0.93300
29	0.06100	47	0.20900	65	1.00000
30	0.06500	48	0.22500		
31	0.06900	49	0.24300		
32	0.07400	50	0.26300		
33	0.07900	51	0.28400		
34	0.08400	52	0.31700		
35	0.09000	53	0.35000		

Changes in Plan Provisions Since the Prior Plan Year

The January 1, 2017 funding valuation reflects the following plan changes:

- The South Associates bargained the following changes effective May 31, 2016:
  - Four-year extension of the lump sum payment window
  - 30-year T-bond lump sum mortality basis frozen at the 2016 IRS 417(e) mortality table
  - 1% band increases effective September 15, 2016, September 15, 2017, and September 15, 2018.

  The valuation reflects the band multiplier increases for 2016 and 2017.

- Verizon offered certain South Associates terminated vested participants the option to elect a lump sum distribution during a window period in 2016.
- Enhanced pension benefits were offered under the special enhanced income security and protection plans (EISP/EIPP) in October 2016.
- The Verizon Pension Plan for Mid-Atlantic and South Associates was merged into the GTE Southwest Inc. Plan for Hourly-Paid Employees' Pensions on December 31, 2016, and the merged plan name was changed to the Verizon Pension Plan for Mid-Atlantic and South Associates.

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, line 24—Change in Actuarial Assumptions

The funding valuation reflects the following assumption change:

- A change in the expected rate of return on assets from 7.00% to 7.65% as of January 1, 2017.

This change was made to better reflect anticipated plan experience. This assumption change does not reduce the funding shortfall; as such, approval of the Commissioner is not required.

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2017

Number of Participants and Average Compensation

Attained Age	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25										
25-29		16	41 $71,546	16						
30-34	1	81 $84,712	277 $73,814	208 $76,090	8					
35-39	3	99 $89,867	373 $75,191	523 $76,930	761 $75,410	20 $79,194				
40-44		76 $85,665	383 $78,357	574 $76,947	1,953 $76,209	316 $75,949	20 $73,905			
45-49	2	42 $82,838	274 $78,057	434 $75,771	1,840 $76,440	533 $75,433	786 $75,511	47 $72,125		
50-54		26 $94,619	160 $78,048	248 $75,379	1,177 $75,537	351 $75,099	882 $76,810	250 $74,833	24 $77,645	
55-59		10	119 $77,008	197 $73,534	802 $74,743	174 $73,027	413 $76,889	213 $74,852	324 $74,828	9
60-64		3	53 $74,792	63 $75,985	264 $73,794	73 $72,105	133 $75,044	51 $72,816	171 $76,007	132 $74,650
65-69		2	12	14	52 $72,524	8	12	6	14	52 $76,905
70+			1		6		1	1		4

N- 16,214

Note: There is one active participant who has a cash balance account. Since the cash balance feature applies to so few active participants, the average cash balance accounts are not shown.

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, line 32—Schedule of Amortization Bases

Type of Base	Present Value of Installment	Date Established	Years Remaining	Amortization Installment
Shortfall	$ 129,336,128	January 1, 2013	3	$ 44,880,648
Shortfall	41,059,800	January 1, 2014	4	10,900,778
Shortfall	(18,891,705)	January 1, 2015	5	(4,092,436)
Shortfall	141,561,357	January 1, 2016	6	26,344,566
Shortfall	86,182,335	January 1, 2017	7	14,152,164
Total	$ 379,247,915			$ 92,185,720

Schedule SB Attachment (Form 5500)—2017 Plan Year
Verizon Pension Plan for Mid-Atlantic and South Associates
EIN: 23-2259884 PN: 018

Schedule SB, line 7—Explanation of Discrepancy in Prior Year Funding Standard Carryover Balance or Prefunding Balance

The Prefunding Balance in line 7(b) does not match line 13(b) from the prior year, because line 7(b) equals the $297,496,203 Prefunding Balance of the former Verizon Pension Plan for Mid-Atlantic and South Associates (EIN: 23-2259884, PN: 002), which merged into this plan on December 31, 2016. This plan was previously called the GTE Southwest Inc. Plan for Hourly-Paid Employees' Pensions, and was renamed to the Verizon Pension Plan for Mid-Atlantic and South Associates effective January 1, 2017.

The table below shows the key details of the funding balance calculations as of January 1, 2017:

		2016 PN 018 Southwest	2016 PN 002 MIDA	2017 PN 018 Merged MIDA
Carryover Balance				
7.	Balance at Beginning of Prior Year (Line 13 From Prior Year)	$ 5,978,067	$ 0	$ 5,978,067
8.	Portion Elected for Use to Offset Prior Year Funding requirement (Line 35 From Prior Year)	$ 0	$ 0	$ 0
9.	Amount Remaining	$ 5,978,067	$ 0	$ 5,978,067
10.	Interest on Line 9 Using Prior Year's Actual Return	$ 487,810	$ 0	$ 487,810
	Prior Year's Actual Return	8.16%	7.55%	
12.	Other Reductions in Balances Due to Elections or Deemed Elections	$ 0	$ 0	$ 0
13.	Balance at Beginning of Current Year	$ 6,465,877	$ 0	$ 6,465,877
Prefunding Balance				
7.	Balance at Beginning of Prior Year (Line 13 From Prior Year)	$ 0	$ 297,496,203	$ 297,496,203
8.	Portion Elected for Use to Offset Prior Year Funding Requirement (Line 35 From Prior Year)	$ 0	$ 156,848,015	$ 156,848,015
9.	Amount Remaining	$ 0	$ 140,648,188	$ 140,648,188
10.	Interest on Line 9 Using Prior Year's Actual Return	$ 0	$ 10,618,938	$ 10,618,938
11a.	Present Value of Excess Contributions (Line 38a From Prior Year)	$ 0	$ 607,605,645	$ 607,605,645
11b(1)	Interest on the Excess, if any, of Line 38a Over Line 38b From Prior Year, Using Prior Year's Effective Interest Rate	$ 0	$ 27,811,746	$ 27,811,746
	Prior Year's Effective Interest Rate	5.89%	6.17%	
11b(2)	Interest on Line 38b From Prior Year, Using Prior Year's Actual Return	$ 0	$ 11,842,025	$ 11,842,025
11c.	Total Available to Add to Prefunding Balance	$ 0	$ 647,259,416	$ 647,259,416
11d.	Portion of (C) to be Added to Prefunding Balance	$ 0	$ 647,259,416	$ 647,259,416
12.	Other Reductions in Balances Due to Elections or Deemed Elections	$ 0	$ 0	$ 0
13.	Balance at Beginning of Current Year	$ 0	$ 798,526,542	$ 798,526,542

The electronically filed Schedule SB includes line 7(a) and line 10(a) entries that have been adjusted to arrive at the correct line 13(a) entry. This was done because the filing software does not allow an override to the line 10 calculation. Due to the plan merger, there are two different interest rates to roll forward the Carryover Balance and the Prefunding Balance. The signed Schedule SB and the exhibit in the attachments have the correct numbers.

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2017

This Form is Open to Public Inspection.

For calendar plan year 2017 or fiscal plan year beginning and ending

A Name of plan

B Three-digit plan number (PN) ▶

C Plan sponsor's name as shown on line 2a of Form 5500

D Employer Identification Number (EIN)

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1**

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): _____ _____

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Attachment to 2017 Form 5500

Schedule R, line 18 - Funded Percentage of Plans Contributing to the Liabilities of Plan Participants

Plan Name Verizon Pension Plan for Mid-Atlantic and South Associates **EIN:** 23-2259884

Plan Sponsor's Name Verizon Communications Inc. **PN:** 018

Plan Name	EIN	PN	Funded Percentage
Verizon Pension Plan for Mid-Atlantic and South Associates	23-2259884	018	239.84%
Verizon Management Pension Plan	13-1675522	001	80.65%
Verizon Pension Plan for Associates	23-2259884	016	95.36%