

PROPOSALS  
OF  
VERIZON COMMUNICATIONS INC.

Approved on 28 January 2014

At the Verizon Communications Inc. ("Verizon") special shareholder meeting held on 28 January 2014, Verizon shareholders voted in favor of the following proposals:

- Approval of the issuance of up to approximately 1.28 billion shares of Verizon common stock to Vodafone ordinary shareholders, in accordance with the terms and subject to the conditions set forth in the stock purchase agreement, in connection with the transaction; and
- Approval of an amendment of Article 4(A) of Verizon's restated certificate of incorporation to increase Verizon's authorized shares of common stock by 2 billion shares to an aggregate of 6.25 billion authorized shares of common stock.