

Helios & Matheson Analytics Inc.  
Form SC 13G  
April 13, 2018

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No.        )\*

Helios and Matheson Analytics Inc.  
(Name of Issuer)

Common Stock, par value \$0.01 per share  
(Title of Class of Securities)

42327L200  
(CUSIP Number)

April 4, 2018  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to  
\* the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 2 of 6

CUSIP No. 42327L200

Name of reporting person

(1) Verizon Communications Inc.

Check the appropriate box if a member of a group (see instructions)

(2) (a) ..

(b) ..

(3) SEC use only

Citizenship or place of organization

(4) Delaware

(5) Sole voting power

Number of  
shares  
beneficially  
owned by  
each  
reporting  
person  
with:

0  
(6) Shared voting power

5,100,308  
(7) Sole dispositive power

0  
(8) Shared dispositive power

5,100,308  
Aggregate amount beneficially owned by each reporting person

(9) 5,100,308

Check if the aggregate amount in Row (9) excludes certain shares (see instructions) ..

(10)

Percent of class represented by amount in Row (9)

(11) 9.3%

Type of reporting person (see instructions)

(12) CO

Page 3 of 6

CUSIP No. 42327L200

Name of reporting person

(1) Oath Inc.

Check the appropriate box if a member of a group (see instructions)

(2) (a) ..

(b) ..

(3) SEC use only

Citizenship or place of organization

(4) Delaware

(5) Sole voting power

Number of  
shares  
beneficially  
owned by  
each  
reporting  
person  
with:

0  
(6) Shared voting power

5,100,308  
(7) Sole dispositive power

0  
(8) Shared dispositive power

5,100,308

Aggregate amount beneficially owned by each reporting person

(9) 5,100,308

Check if the aggregate amount in Row (9) excludes certain shares (see instructions) ..

(10)

Percent of class represented by amount in Row (9)

(11) 9.3%

Type of reporting person (see instructions)

(12) CO

Page 4 of 6

Item 1 (a) Name  
of  
Issuer:

Helios  
and  
Matheson  
Analytics  
Inc.  
(the  
"Issuer")

Item 1 (b) Address  
of  
Issuer's  
Principal  
Executive  
Offices:

350  
Fifth  
Avenue  
Suite  
7520  
New  
York,  
New  
York  
10118

Item 2 (a) Name  
of  
Person  
Filing:

Verizon  
Communications  
Inc.  
("Verizon")  
Oath  
Inc.  
("Oath")  
Verizon  
and  
Oath

collectively  
may  
be  
referred  
to  
herein  
as  
the  
“Reporting  
Persons.”

Address  
or  
Principal  
Business

Item 2 (b) Office  
or,  
if  
None,  
Residence:

Verizon  
1095  
Avenue  
of  
the  
Americas  
New  
York,  
New  
York  
10036

Oath  
770  
Broadway  
New  
York,  
New  
York  
10003

Item 2 (c) Citizenship:

Each  
of  
Verizon  
and  
Oath  
is  
incorporated

under  
the  
laws  
of  
the  
State  
of  
Delaware.

Item 2 (d) Title  
of  
Class  
of  
Securities:

Common  
Stock,  
par  
value  
\$0.01  
per  
share  
("Common  
Stock")

Item 2 (e) CUSIP  
No.:

42327L200

Item 3. If  
this  
statement  
is  
filed  
pursuant  
to  
§§  
240.13d-1(b)  
or  
240.13d-2(b)  
or  
(c),  
check  
whether  
the  
person  
filing  
is  
a:

Not  
applicable.  
Item 4. Ownership

(a) Amount  
beneficially  
owned:

On April 4, 2018,  
Oath became the  
direct beneficial  
owner of  
5,100,308 shares  
of Common  
Stock, including  
2,550,154 shares  
of Common  
Stock underlying  
currently  
exercisable  
warrants.

Oath is a direct  
wholly owned  
subsidiary of  
Verizon, and by  
virtue of this  
relationship,  
Verizon may be  
deemed to have  
shared power to  
vote and dispose  
of, or to direct  
the vote and  
disposition of,  
the 5,100,308  
shares of  
Common Stock  
beneficially  
owned by Oath.

The 5,100,308  
shares of  
Common Stock  
are subject to a  
lock-up  
agreement until  
April 4, 2019,  
subject to certain  
limited  
exceptions.



Page 5 of 6

(b) Percent  
of class:

The  
responses of  
the  
Reporting  
Persons to  
Row (11) of  
the cover  
pages of this  
Schedule  
13G are  
incorporated  
herein by  
reference.  
Calculations  
of the  
percentage  
of shares of  
Common  
Stock  
beneficially  
owned are  
based on  
54,713,452  
shares of  
Common  
Stock  
outstanding,  
consisting of  
(i) 2,550,154  
shares of  
Common  
Stock newly  
issued to  
Oath on  
April 4, 2018  
(the  
“Issuance”),  
plus (ii)  
49,613,144  
shares of  
Common  
Stock the  
Issuer

notified Oath  
in writing  
were  
outstanding  
immediately  
prior to the  
Issuance,  
plus (iii)  
2,550,154  
shares of  
Common  
Stock that  
Oath  
currently has  
the right to  
acquire  
pursuant to  
warrants and  
are deemed  
to be  
outstanding  
in  
accordance  
with Rule  
13d-3 under  
the Act.

Pursuant to  
the terms of  
the warrants  
held by  
Oath, Oath  
cannot  
exercise such  
warrants if  
the  
Reporting  
Persons  
would  
beneficially  
own, after  
giving effect  
to such  
exercise,  
more than  
9.99% of the  
outstanding  
shares of  
Common  
Stock.

(c) Number of shares as to which the person has:

(i) sole power to vote or to direct the vote, (ii) shared power to vote or to direct the vote, (iii) sole power to dispose or to direct the disposition, and (iv) shared power to dispose or to direct the disposition, in each case are incorporated by reference from the responses of the Reporting Persons to Rows (5) through (8) of the cover pages of this Schedule 13G and Item 4(a) hereof.

Item 5. Ownership of 5 Percent or Less of a Class.

Not applicable.

Item 6. Ownership of More than 5 Percent on Behalf of Another Person.

Not applicable.

Edgar Filing: Helios & Matheson Analytics Inc. - Form SC 13G

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certifications.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

---

Page 6 of 6

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: April 13, 2018

Verizon Communications Inc.

/s/ Anthony T. Skiadas  
(Signature)

Anthony T. Skiadas  
Senior Vice President and Controller  
(Name/Title)

Oath Inc.

/s/ Mark Roszkowski  
(Signature)

Mark Roszkowski  
Vice President  
(Name/Title)