

AT&T INC.
Form 3
December 04, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Huntley David S.		(Month/Day/Year)	AT&T INC. [T]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		12/01/2014		
208 S. AKARD			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Chief Compliance Officer	
DALLAS,Â TXÂ 75202			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City)	(State)	(Zip)		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	3,226.462	I	By 401(k)
Common Stock	3,371.6837	I	By Benefit Plan
Common Stock	6,796	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Employee Stock Option (Right to Buy) - SPDP	06/15/2008	06/15/2017	Common Stock	282 ⁽¹⁾	\$ 40.28	D	Â
Employee Stock Option (Right to Buy) - SPDP	02/15/2009	02/15/2018	Common Stock	405 ⁽¹⁾	\$ 37.88	D	Â
Employee Stock Option (Right to Buy) - SPDP	06/16/2009	06/16/2018	Common Stock	303 ⁽¹⁾	\$ 36.17	D	Â
Employee Stock Option (Right to Buy) - SPDP	06/15/2011	06/15/2020	Common Stock	540 ⁽¹⁾	\$ 25.54	D	Â
Employee Stock Option (Right to Buy) - SPDP	02/15/2012	02/15/2021	Common Stock	757 ⁽¹⁾	\$ 28.24	D	Â
Restricted Stock Units	Â ⁽²⁾	Â ⁽²⁾	Common Stock	6,457	\$ ⁽²⁾	D	Â
Restricted Stock Units (2012)	Â ⁽³⁾	Â ⁽³⁾	Common Stock	6,168	\$ ⁽³⁾	D	Â
Restricted Stock Units (2013)	Â ⁽⁴⁾	Â ⁽⁴⁾	Common Stock	5,221	\$ ⁽⁴⁾	D	Â
Restricted Stock Units (2014)	Â ⁽⁵⁾	Â ⁽⁵⁾	Common Stock	5,446	\$ ⁽⁵⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Huntley David S. 208 S. AKARD DALLAS, TX 75202	Â	Â	Â Chief Compliance Officer	Â

Signatures

/s/ David S.
Huntley

12/04/2014

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

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

(1) Represents number of options granted. Reporting person may purchase one share of Issuer's common stock per option.

(2) Units vested on 5/21/2013 and distribute on 1/27/2015. Vesting (but not distribution) accelerated on retirement eligibility.

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- (3) Units vested on 5/21/2013 and distribute on 1/26/2016. Vesting (but not distribution) accelerated on retirement eligibility.
- (4) Units vested on 5/21/2013 and distribute on 1/31/2017. Vesting (but not distribution) accelerated on retirement eligibility.
- (5) Units vested on 1/30/2014 and distribute on 1/30/2018. Vesting (but not distribution) accelerated on retirement eligibility.

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Remarks:

ExhibitÂ List:Â ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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

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