MILLER FORREST E

Form 4

November 02, 2011

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Issuer

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

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

2. Issuer Name and Ticker or Trading

Symbol

AT&T INC. [T]

1(b).

(Print or Type Responses)

MILLER FORREST E

1. Name and Address of Reporting Person *

		AI	(Check all	l applicable)										
(Last) (First) (Middle) 208 S. AKARD STREET		(Mo	onth/Day/Year) 31/2011 Director X_ Officer (give title below)	Director 10% Owner X Officer (give title Other (specify										
(Street)			d(Month/Day/Year) Applicable Line) _X_ Form filed by One I	Individual or Joint/Group Filing(Check pplicable Line) K_ Form filed by One Reporting Person Form filed by More than One Reporting										
DALLAS, TX 75202 — Form filed by More than One Reporting Person														
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Ye	if TransactionDisposed of (D) Securities Code (Instr. 3, 4 and 5) Beneficially ar) (Instr. 8) Owned Following Reported	6. 7. Nature Ownership of Indirect Form: Beneficial Direct (D) Ownership or Indirect (I) (Instr. 4)										
Common Stock	10/31/2011		$A_{\underline{(1)}}$ 1,114.8707 A $\begin{array}{c} \$ \\ 29.31 \end{array}$ 57,688.9709	By I Benefit Plan										
Common Stock			123,190	D										
Common Stock			1,748.9435	I By 401(k)										
Common Stock			170,419	By I Family Trust										
			85	I By IRA										

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Common Stock

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

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(9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration	Title	Number		
						Exercisable	Date	11110	of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

MILLER FORREST E 208 S. AKARD STREET DALLAS, TX 75202

Grp.Pres.-Corp. Strat. & Dev.

Signatures

/s/ Ann E. Meuleman, Secy., 11/02/2011 Attorney-in-fact

> **Signature of Reporting Person Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(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).
- Represents shares purchased by the reporting person with automatic payroll deductions and partial company matching contributions in the **(1)** form of deferred stock units settled only in stock on a 1-for-1 basis.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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