### Edgar Filing: STEPHENS JOHN JOSEPH - Form 4

STEPHENS JOHN JOSEPH Form 4 June 16, 2011							
EODM A				OMB A	PPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					3235-0287		
Section 16. Form 4 or Form 5 Filed pursua obligations may continue.	<b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF</b> <b>SECURITIES</b> 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 Pers STEPHENS JOHN JOSEPH	son <u>*</u> 2. Issuer N Symbol AT&T IN	Jame <b>and</b> Ticker or Trading	5. Relationship of Issuer				
(Last) (First) (Midd		Carliest Transaction	(Chec	k all applicable	e)		
208 S. AKARD STREET	(Month/Day	(Month/Day/Year) 06/15/2011		Director 10% Owner X Officer (give title Other (specify below) below) Sr. Exec. VP and CFO			
(Street)	4. If Amend Filed(Month	lment, Date Original /Day/Year)	6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by M	One Reporting Pe	erson		
DALLAS, TX 75202			Person		porting		
(City) (State) (Zip	) Table 1	I - Non-Derivative Securities Ac	equired, Disposed of	, or Beneficial	ly Owned		
(Instr. 3) an	xecution Date, if ny Month/Day/Year)	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial		
Common Stock		code v Annount (D) Thee	163,187	D			
Common Stock			1,694.4168	I	By 401(k)		
Common Stock			30,659.0694	I	By Benefit Plan		

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

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#### number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date7. Title and Underlying (Instr. 3 and(Month/Day/Year)(Instr. 3 and		Securities	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy) - SPDP	\$ 30.35	06/15/2011		A <u>(1)</u>	39,919 (2)	06/15/2012	06/15/2021	Common Stock	39,919

## **Reporting Owners**

Reporting Owner Name / Address	Relationships				
	Director 10% Owner Officer		Officer	Other	
STEPHENS JOHN JOSEPH 208 S. AKARD STREET DALLAS, TX 75202			Sr. Exec. VP and CFO		
Signatures					
/s/ Ann E. Meuleman, Secy., Attorney-in-fact		0	06/16/2011		
**Signature of Reporting Person	1		Date		

# <u>Signature of Reporting Person</u> 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).
- (1) Options were acquired pursuant to the AT&T Stock Purchase and Deferral Plan, where two options are issued for each share purchased by a participant's contributions. Options are exercisable upon termination of employment or one year after issuance whichever is earlier.
- (2) Represents number of options granted. Reporting person may purchase one share of Issuer's common stock per option.

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.