

STANKEY JOHN T
 Form 4
 February 02, 2018

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
 STANKEY JOHN T

2. Issuer Name and Ticker or Trading Symbol
 AT&T INC. [T]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 208 S. AKARD STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/31/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 SEVP-Merger Integration Planng

DALLAS, TX 75202

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	01/31/2018		A ⁽¹⁾		712.8035	A	\$ 37.45 41,621.7813	I	By Benefit Plan
Common Stock	02/01/2018		M		1,234	A	\$ 37.88 51,672	D	
Common Stock	02/01/2018		S		1,234	D	\$ 39.21 50,438	D	
Common Stock	02/01/2018		M		1,073	A	\$ 36.17 51,511	D	
Common Stock	02/01/2018		S		200	D	\$ 39.205 51,311	D	

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Common Stock	02/01/2018	S	100	D	\$ 39.21	51,211	D	
Common Stock	02/01/2018	S	73	D	\$ 39.215	51,138	D	
Common Stock	02/01/2018	S	600	D	\$ 39.22	50,538	D	
Common Stock	02/01/2018	S	100	D	\$ 39.225	50,438	D	
Common Stock						6,937.2405	I	By 401(k)
Common Stock						404,949	I	By Family Trust
Common Stock						120,000	I	By LP

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (Right to Buy) - SPDP	\$ 37.88	02/01/2018		M	1,234	02/15/2009 02/15/2018	Common Stock	1,234	
Employee Stock Option	\$ 36.17	02/01/2018		M	1,073	06/16/2009 06/16/2018	Common Stock	1,073	

(Right to
Buy) -
SPDP

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STANKEY JOHN T 208 S. AKARD STREET DALLAS, TX 75202			SEVP-Merger Integration Planng	

Signatures

/s/ Stacey S. Maris, Secy.,
Attorney-in-fact

02/02/2018

__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).
- (1) Represents deferred stock units purchased by the reporting person with automatic payroll deductions and partial company matching contributions. Deferred stock units are 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.
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