

AT&T INC.  
Form 8-K  
August 01, 2011

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of report (Date of earliest event reported) August 1, 2011

AT&T INC.

(Exact Name of Registrant as Specified in Charter)

|                 |              |                     |
|-----------------|--------------|---------------------|
| Delaware        | 1-8610       | 43-1301883          |
| (State or Other | (Commission  | (IRS Employer       |
| Jurisdiction of | File Number) | Identification No.) |
| Incorporation)  |              |                     |

|                                 |       |
|---------------------------------|-------|
| 208 S. Akard St., Dallas, Texas | 75202 |
| (Address of Principal Executive | (Zip  |
| Offices)                        | Code) |

Registrant's telephone number, including area code (210) 821-4105

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240-14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events

Throughout this document, AT&T Inc. is referred to as “AT&T.” On August 1, 2011, AT&T announced that it would tender all of its shares of Telefonos de Mexico, S.A.B. de C.V. (Telmex), following an announcement by the Board of Directors of América Móvil, S.A. de C.V. (América Móvil) approving a tender offer for the remaining outstanding shares of Telmex at \$10.50 Mexican pesos per share (payable in cash), that are not already owned by América Móvil. This offer would value AT&T's holdings at approximately \$1.37 billion (using August 1, 2011 exchange rate). Assuming the tender offer is launched and it is completed, AT&T expects to report a gain of one to three cents per share in respect of the sale of AT&T's Telmex shares.

CAUTIONARY LANGUAGE CONCERNING FORWARD-LOOKING STATEMENTS

Information set forth in this filing contains financial estimates and other forward-looking statements that are subject to risks and uncertainties, and actual results may differ materially. A discussion of factors that may affect future results is contained in AT&T's filings with the Securities and Exchange Commission. AT&T disclaims any obligation to update or revise statements contained in this filing based on new information or otherwise.

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Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AT&T INC.

Date: August 1, 2011

By: /s/ Paul W. Stephens  
Paul W. Stephens  
Senior Vice President and Controller

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