AT&T INC. Form 4 March 12, 2014

FORM 4

OMB APPROVAL D FYCHANGE COMMISSION ON THE

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

OMB Number: 3235-0287 January 31,

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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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

response...

5. Relationship of Reporting Person(s) to

See Instruction 1(b).

(Print or Type Responses)

DE LA VEGA RAFAEL

1. Name and Address of Reporting Person *

DE LA VI	EGA KAFAEL	Symbo AT&	ol T INC. [T]	(Check all applicable)							
(Last)	(First)		e of Earliest Transaction	• • • • • • • • • • • • • • • • • • •							
208 S. AK	ARD STREET	`	h/Day/Year))/2014	Director 10% Owner Specify Officer (give title Other (specify below) Pres. & CEO, AT&T Mobility							
	(Street)	4. If A	amendment, Date Original	6. Individual or Joint/Group Filing(Check							
DALLAS.	TX 75202	Filed	Month/Day/Year)	Applicable Line) _X_ 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)	Code (Instr. 3, 4 and 5)	Securities Ownership of Indirect Beneficially Form: Beneficial Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)							
Common Stock	03/10/2014		$F_{\underline{(1)}}$ 5,903.673 D $^{\$}$ 32.5	By 1 180,037.2718 I Benefit Plan							
Common Stock				2,191.2088 I By 401(k)							
Common Stock				355,973 (2) D							

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

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(9-02)

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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	2.	3. Transaction Date (Month/Day/Year)		4.	5. onNumber	6. Date Exerc		7. Titl		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of			Under Secur	rlying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DE LA VEGA RAFAEL 208 S. AKARD STREET DALLAS, TX 75202

Pres. & CEO, AT&T Mobility

Signatures

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

03/12/2014

**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) Mandatory tax withholding on distribution from benefit plan.
- (2) Reflects transfer of 7,039 shares owned indirectly by benefit plan to direct ownership due to distribution from benefit plan.

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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