AT&T INC. Form 4 October 02, 2015

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

WATTS DONALD W			bol Issuer &T INC. [T] (Check all applicable)								
(Last) (First) (Middle) 208 S. AKARD STREET			ate of Earliest Transaction nth/Day/Year) Director 10% C Officer (give title Other below) Sr. Exec. VP and Gen. Cou	(specify							
DALLAS	(Street) TX 75202		Amendment, Date Original 6. Individual or Joint/Group Filing d(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Personal	6. Individual or Joint/Group Filing(Check							
		(7in)	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, any (Month/Day/Ye	Code (Instr. 3, 4 and 5) Beneficially Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)							
Common Stock	09/30/2015		$A_{\underline{(1)}}$ 866.1756 A $\frac{\$}{32.58}$ 100,567.3513 I	By Benefit Plan							
Common Stock			9,610.5451 I	By 401(k)							
Common Stock			238,785 D								

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displays a currently valid OMB control number.

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		4.	5.	6. Date Exerc		7. Tit		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	execution Date, if any (Month/Day/Year)	Code (Instr. 8)	ofNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5		Secur	rlying	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code \	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WATTS DONALD W 208 S. AKARD STREET DALLAS, TX 75202

Sr. Exec. VP and Gen. Counsel

Signatures

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

10/02/2015

**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.

Remarks:

Reporting person ceased being an officer on September 30, 2015.

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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