

AT&T INC.  
Form 8-A12B  
May 30, 2012

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 20549**

**FORM 8-A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES**

**PURSUANT TO SECTION 12(b) OR 12(g) OF THE**

**SECURITIES EXCHANGE ACT OF 1934**

**AT&T Inc.**

(Exact Name of Registrant as Specified in Its Charter)

Delaware  
(State of Incorporation or Organization)

208. S. Akard Street  
Dallas, Texas  
(Address of Principal Executive Offices)

43-1301883  
(I.R.S. Employer  
Identification no.)

75202  
(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box:   
Securities Act registration statement file number to which this form relates:

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box:

333-165543

(If applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class  
to be so Registered  
4.875% Global Notes due 2044

Securities to be registered pursuant to Section 12(g) of the Act:

Name of Each Exchange on Which  
Each Class is to be Registered  
New York Stock Exchange

None

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(Title of Class)

**INFORMATION REQUIRED IN REGISTRATION STATEMENT**

**Item 1. Description of Registrant's Securities to be Registered.**

AT&T Inc., formerly known as SBC Communications Inc. (the Company), hereby incorporates by reference the description of its securities to be registered hereunder contained in the Prospectus dated March 18, 2010 under Description of Debt Securities We May Offer and in the Prospectus Supplement dated May 22, 2012, under Description of the Notes, filed with the Securities and Exchange Commission (the Commission) on May 24, 2012 under Rule 424(b)(5) under the Securities Act of 1933, as amended (the Act), pursuant to a Registration Statement on Form S-3 (No. 333-165543) previously filed with the Commission under the Act.

**Item 2. Exhibits.**

1. Indenture, dated as of November 1, 1994, between SBC Communications Inc. (formerly Southwestern Bell Corporation) and The Bank of New York Mellon, as Trustee (incorporated by reference to Exhibit 4-a to the Company's registration statement on Form S-3 (No. 333-165543)).
2. Form of 4.875% DTC Global Note due 2044 (incorporated by reference to Exhibit 4.1 to the Company's filing on Form 8-K (No. 001-08610), filed on May 29, 2012).
3. Form of 4.875% International Global Note due 2044 (incorporated by reference to Exhibit 4.2 to the Company's filing on Form 8-K (No. 001-08610), filed on May 29, 2012).

SIGNATURES

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, thereto duly authorized.

Date: May 30, 2012

AT&T Inc.  
By: /s/ Paul W. Stephens  
Paul W. Stephens  
Senior Vice President and Controller