



Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year

Effective December 18, 2015, the Board of Directors of AT&T Inc. (the "Company") approved amendments to the Company's Bylaws (the "Bylaws") to provide proxy access for eligible shareholders.

The amendments added a new Section 9 of Article I of the Bylaws, which permits a shareholder, or group of up to 20 shareholders, owning 3% or more of the Company's outstanding common stock continuously for at least three years to nominate and include in the Company's proxy materials directors constituting up to the greater of two individuals or 20% of the board, provided that such nominating shareholder(s) and nominee(s) satisfy the requirements specified therein. In addition, certain conforming amendments were made to Section 7 of Article I.

This description of the amendments to the Bylaws is qualified in its entirety by reference to the text of the Bylaws, which is attached hereto as Exhibit 3 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits:

Exhibit No. Document

3 Bylaws amended December 18, 2015

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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.

By: /s/ Stacey Maris  
Stacey Maris

Date: December 18, 2015 Senior Vice President and Secretary