

AT&T INC.  
Form 8-K/A  
June 01, 2007

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

---

FORM 8-K/A

CURRENT REPORT

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

Date of report (Date of earliest event reported) April 27, 2007

AT&T INC.

(Exact Name of Registrant as Specified in Charter)

Delaware  
(State or Other Jurisdiction of  
Incorporation)

1-8610  
(Commission File Number)

43-1301883  
(IRS Employer Identification No.)

175 E. Houston, San Antonio, Texas  
(Address of Principal Executive Offices)

78205  
(Zip Code)

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

Edgar Filing: AT&T INC. - Form 8-K/A

---

(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))

## Edgar Filing: AT&T INC. - Form 8-K/A

### **Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

AT&T Inc. ( AT&T ) filed a current report on Form 8-K on April 30, 2007 to report that the Board of Directors of AT&T had appointed Randall L. Stephenson to the positions of Chairman of the Board of Directors, Chief Executive Officer and President of AT&T effective as of June 4, 2007. AT&T is filing this amended current report on Form 8-K/A to report that, in connection with this appointment, on May 25, 2007, the Human Resources Committee of the Board of Directors of AT&T approved the following compensation for Mr. Stephenson, effective as of June 1, 2007:

- base salary of \$1,275,000;
- short term incentive award target of \$4,250,000 (prorated from June 1, 2007); and
- an additional award of 135,565 performance shares for the 2007-2009 performance period, bringing his total grant for the 2007-2009 performance period to 289,859 performance shares.

Edgar Filing: AT&T INC. - Form 8-K/A

**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 hereunto duly authorized.

**AT&T INC.**

Date: June 1, 2007

By: /s/ John J. Stephens

John J. Stephens

Senior Vice President and Controller