

Edgar Filing: AT&T INC. - Form FWP

AT&T INC.
Form FWP
December 03, 2007

Filed Pursuant to Rule 433
Registration No. 333-143180
Final Term Sheet
December 3, 2007

\$3,000,000,000

AT&T Inc.

4.950% GLOBAL NOTES DUE 2013

6.300% GLOBAL NOTES DUE 2038

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|-------------------------------------|--|
| ISSUER: | AT&T Inc. |
| TITLE OF SECURITIES: | 4.950% Global Notes due 2013 and 6.300% Global Notes due 2038 (collectively, the Notes) |
| TRADE DATE: | December 3, 2007 |
| SETTLEMENT DATE (T+3): | December 6, 2007 |
| MATURITY DATE: | January 15, 2013, at par, for 4.950% Global Notes due 2013 January 15, 2038, at par, for 6.300% Global Notes due 2038 |
| AGGREGATE PRINCIPAL AMOUNT OFFERED: | Global Notes due 2013: \$1,000,000,000 Global Notes due 2038: \$2,000,000,000 |
| PRICE TO PUBLIC (ISSUE PRICE): | Global Notes due 2013: 99.916% Global Notes due 2038: 99.559% |
| GROSS SPREAD: | Global Notes due 2013: 0.350% Global Notes due 2038: 0.875% |
| PRICE TO AT&T INC.: | Global Notes due 2013: 99.566% Global Notes due 2038: 98.684% |
| NET PROCEEDS: | Global Notes due 2013: \$995,660,000 Global Notes due 2038: \$1,973,680,000 |
| UNDERWRITERS | |
| REIMBURSEMENT | |
| OF AT&T INC. S EXPENSES: | Underwriters to reimburse \$500,000 of AT&T Inc. s expenses |
| INTEREST RATE: | Global Notes due 2013: 4.950% per annum Global Notes due 2038: 6.300% per annum |

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INTEREST PAYMENT DATES:

Semi-annually on each January 15 and July 15, commencing on July 15, 2008

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|----------------------|--|
| DENOMINATIONS: | Minimum of \$2,000 and integral multiples of \$1,000 thereafter |
| OPTIONAL REDEMPTION: | At any time, in whole or in part, at a make-whole call equal to the greater of (i) 100% of the principal amount of the Global Notes due 2013 or the Global Notes due 2038, as applicable, to be redeemed or (ii) the sum of the present values of the remaining scheduled payments of principal and interest discounted to the redemption date, on a semiannual basis (assuming a 360-day year consisting of twelve 30-day months), at a rate equal to the sum of the Treasury Rate plus 25 basis points for Global Notes due 2013 and at a rate equal to the sum of the Treasury Rate plus 30 basis points for Global Notes due 2038. |
| RATINGS: | Moody s: A2 (Stable), S&P: A (Stable), Fitch: A (Stable) |
| JOINT BOOKRUNNERS: | Goldman, Sachs & Co. J.P. Morgan Securities Inc. Wachovia Capital Markets, LLC |
| ALLOCATION: | |

| | Principal Amount of 2013 Notes | Principal Amount of 2038 Notes |
|--|---|---|
| Underwriters | | |
| Goldman, Sachs & Co. | U.S.\$238,167,000 | U.S.\$476,334,000 |
| J.P. Morgan Securities Inc. | 238,167,000 | 476,333,000 |
| Wachovia Capital Markets, LLC | 238,166,000 | 476,333,000 |
| Deutsche Bank Securities Inc. | 52,334,000 | 104,667,000 |
| Lehman Brothers Inc. | 52,333,000 | 104,667,000 |
| Greenwich Capital Markets, Inc. | 52,333,000 | 104,666,000 |
| Cabrera Capital Markets, LLC | 21,417,000 | 42,834,000 |
| CastleOak Securities, L.P. | 21,417,000 | 42,833,000 |
| Citigroup Global Markets Inc. | 21,416,000 | 42,833,000 |
| Mitsubishi UFJ Securities International plc. | 21,417,000 | 42,834,000 |
| Morgan Stanley & Co. Incorporated | 21,417,000 | 42,833,000 |
| UBS Securities LLC | 21,416,000 | 42,833,000 |
| Total | U.S.\$ 1,000,000,000 | U.S.\$ 2,000,000,000 |
| Total | U.S.\$3,000,000,000 | |

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REFERENCE DOCUMENT:

Prospectus Supplement, dated December 3, 2007; Prospectus, dated May 23, 2007.

THE ISSUER HAS FILED A REGISTRATION STATEMENT (INCLUDING A PROSPECTUS) WITH THE SEC FOR THE OFFERING TO WHICH THIS COMMUNICATION RELATES. BEFORE YOU INVEST, YOU SHOULD READ THE PROSPECTUS IN THAT REGISTRATION STATEMENT AND OTHER DOCUMENTS THE ISSUER HAS FILED WITH THE SEC FOR MORE COMPLETE INFORMATION ABOUT THE ISSUER AND THIS OFFERING. YOU MAY GET THESE DOCUMENTS FOR FREE BY VISITING EDGAR ON THE SEC WEB SITE AT WWW.SEC.GOV. ALTERNATIVELY, THE ISSUER, ANY UNDERWRITER OR ANY DEALER PARTICIPATING IN THE OFFERING WILL ARRANGE TO SEND YOU THE PROSPECTUS IF YOU REQUEST IT BY CALLING J.P. MORGAN SECURITIES INC. COLLECT AT 1-212-834-4533, WACHOVIA CAPITAL MARKETS, LLC TOLL FREE AT 1-866-289-1262, AND GOLDMAN, SACHS & CO. TOLL FREE AT 1-866-471-2526.

ANY DISCLAIMERS OR OTHER NOTICES THAT MAY APPEAR BELOW ARE NOT APPLICABLE TO THIS COMMUNICATION AND SHOULD BE DISREGARDED. SUCH DISCLAIMERS OR OTHER NOTICES WERE AUTOMATICALLY GENERATED AS A RESULT OF THIS COMMUNICATION BEING SENT VIA BLOOMBERG OR ANOTHER EMAIL SYSTEM.