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AT&T

Annual Stockholders Meeting
15th May 2025

AT&T

Stacey Maris, Senior Vice President, Secretary, and Chief Privacy Officer

John Stankey, Chairman and Chief Executive Officer

Introduction

Stacey Maris, Senior Vice President, Secretary, and Chief Privacy Officer

Good afternoon. I'm Stacey Maris, Senior Vice President, Secretary, and Chief Privacy Officer at AT&T.

Welcome to the AT&T 2025 Annual Stockholders Meeting. Please note that today's meeting is being recorded. Before we get started, I'd like to call your attention to our Safe Harbour Statement.

Some of our comments today may be forward-looking. As such, they're subject to risks and uncertainties referenced in our filings with the Securities and Exchange Commission. Actual results may differ materially.

Later in today's meeting, we will respond to questions from stockholders. We've already received a number of questions. If you are a stockholder and wish to submit a question or a comment, we invite you to do so at any time by clicking the Q&A icon.

Depending on the number of questions we receive, it may not be possible to answer them all during this meeting. For questions we aren't able to address, we will post responses on our Investor Relations website within 30 days. If your question is about your AT&T account, we will follow up with you individually.

Now it's my pleasure to turn our meeting over to AT&T Chairman and CEO, John Stankey.

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John Stankey, Chairman and Chief Executive Officer

Thank you, Stacey, and good afternoon, everyone. On behalf of our Board, our Management Team, and all of our employees, I want to welcome you to AT&T's 2025 Annual Stockholders Meeting.

In addition to Stacey, with us today is David McAtee, our General Counsel. And also joining us is Trent Handy, who is the Global Assurance Partner representing our auditor, Ernst & Young.

In a few moments, we'll begin with the business portion of the meeting. Then I'll give a brief report on the state of your company, and we'll end by answering your questions. But first, I'd like to introduce your Board of Directors. The following directors have been nominated for re-election.

Scott Ford, CEO of Westrock Coffee Company and former President and CEO of Alltel. Bill Kennard, former U.S. Ambassador to the European Union and former Chair of the Federal

Communications Commission. Steve Luczo, Managing Partner of Crosspoint Capital Partners and former Chair and CEO of Seagate Technology. Marissa Mayer, CEO of Sunshine Products and former CEO of Yahoo. Mike McCallister, retired Chair and CEO of Humana. Beth Mooney, retired Chair and CEO of KeyCorp. Matt Rose, retired Chair and CEO of Burlington Northern Santa Fe. Cynthia Taylor, President and CEO of Oil States International. Luis Ubiñas, Chair of the Statue of Liberty Ellis Island Foundation and former President of the Ford Foundation. And myself, Chair and CEO of AT&T.

I'd also like to recognise Glenn Hutchins, who will not be standing for re-election after over 10 years of dedicated service to AT&T. Glenn has admirably served on the AT&T Board since 2014 as a valued peer, counsellor, and committee chair. We're grateful for his dedication and everything he's done for AT&T stockholders over his service, and we wish him well as he tackles new challenges.

Let's now turn to the business portion of the meeting, starting with a few reminders about voting. If you already submitted your proxy or voting instructions, you don't need to vote today. Your shares will be voted in accordance with the directions you provided. If you are a stockholder and have not yet submitted your vote or you want to change your vote, you may vote today by clicking the vote icon on the website hosting this broadcast. So with that, the polls are now open.

Our first order of business is to vote on the election of directors. This is item number one in the proxy. The board has nominated 10 incumbent directors for re-election. The name and background of each director can be found in the proxy statement. Your Board of Directors recommends a vote for each nominee.

Next up is ratification of the appointment of Ernst & Young as our independent auditors for 2025. This is item number two. Your Board recommends a vote for this item.

Finally, item number three is the advisory vote on executive compensation. As described in our proxy, the Board's Human Resources Committee has structured an executive compensation programme that pays for performance, is competitive in the market for key talent, and aligns the interests of our executives with your interests as stockholders. Your Board of Directors recommends a vote for this proposal.

That was the last item requiring your vote today. Please finalise your votes and submit them now.

The polls are now closed. That concludes our official business.

As we await preliminary voting results, I'll give you an update on the state of your company, and then I'll take your questions.

2024 was another year of strong performance against our strategy to be the best connectivity provider through 5G and fibre. Four years ago, I told you about this investment-led strategy, and for four years, we've executed with consistency and discipline.

I believe the market is validating our direction and execution. I'm proud to report to you that your company is financially strong, well-positioned to meet the growing demand for converged always-on connectivity.

We continue to deliver on three commitments we made to you. Number one, grow durable 5G and fibre customer relationships. Two, be effective and efficient in everything we do. And three, be deliberate with our capital allocation.

Our follow-through on these commitments is visible across the business. Our mobility business is growing the right way, attracting high-quality, profitable subscribers. We're leading on fibre.

No one in the industry can match the performance, speed, and scale of our fibre network, now passing 29.5 million locations. And we're gaining momentum in business solutions while achieving new milestones with FirstNet and satellite connectivity. We've achieved all this while reducing net debt by more than \$30bn since 2020.

Over the same period, we've carefully invested more capital than any other company in US telecommunications infrastructure.

Reflective of our strong fundamentals, last year our total shareholder return was 44%, outpacing the S&P and other major wireless and cable providers.

As I report to you for the fifth time since stepping into my role, I'm proud of our team's progress. You, our stockholders, have trusted us with your capital, and you deserve a competitive return on that capital. In December, we detailed our intentions for the next three years, and we're focused on achieving those plans.

Based on the reduction in net debt and the company's outlook, AT&T is now operating within our leverage target of net debt to adjust to EBITDA in the 2.5 times range.

This quarter, we expect to begin share repurchases under our initial \$10bn authorisation. Our plan is to repurchase at least \$3bn by year end, with the remainder occurring during 2026. In total, we plan to return more than \$40bn to stockholders through stock repurchases and dividends between 2025 and 2027.

As responsible stewards of your capital, our plans to balance increased shareholder returns with continued investments to expand and modernise our networks. This includes operating our business to exit the large majority of our copper-based infrastructure by the end of 2029, modernising our wireless network to be more open and interoperable, consolidating and

flattening our core routing and support infrastructure to achieve cost and market agility, and utilising our powerful joint venture and commercial open access agreements to reach millions more fibre customer locations in the coming years.

Sound public policy is critical to accomplish these priorities and help connect all Americans to the Internet. We continue to advocate for smart, pro-investment policies that will increase access to affordable connectivity and bolster US economic competitiveness. These include extending the pro-growth corporate tax rates and investment incentives established in 2017, modernising incentives and regulation to facilitate the transition away from outdated and aged infrastructure, increasing the allocation of spectrum to sustain affordability and performance of US wireless networks, and reforming the Universal Service Fund to streamline federal subsidy programmes into one unified and fiscally sustainable approach.

In closing, our teams have worked hard to make AT&T financially stronger, more streamlined, and more focused on advanced networking.

I'm grateful to our dedicated employees whose passion and performance shows in the exceptional experience they provide customers.

I also want to recognise the invaluable insights and support of our Board of Directors. I want to take a moment and express my gratitude to Bill Kennard for his four years of service as Chairman of the Board. Bill's leadership, counsel, and expertise have been vital to our company's transformation and success. We're grateful for his continued support as Independent Lead Director.

Of course, I'm grateful to you, our stockholders, for your confidence in AT&T. We will continue to be responsible stewards of your capital, build on our momentum to continue delivering strong returns and strive every day to operate our company in a responsible and sustainable manner. I remain confident that AT&T's best days are ahead.

With that, we'll now move into the question-and-answer portion of the meeting. Stacey.

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Questions and Answers

Stacey Maris, Senior Vice President, Secretary, and Chief Privacy Officer

Thanks, John. Our first question is about our strategy. Why does AT&T have conviction in the strategy you presented at your Analyst and Investor Day?

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John Stankey, Chairman and Chief Executive Officer

At that time when we talked about it at Analyst and Investor Day, we discussed four fundamental beliefs that we saw in the market. The first, that we thought that demand for always-on connectivity was going to continue to increase and rise. We felt that it was important that there be dense and pervasive fibre networks to support that demand in the future. We said that customers were going to demand simplicity. They really wanted to have one company that could meet all those connectivity needs. The fourth thing we said was that the company that can do this at scale and aggregate the most endpoints to pick up traffic would ultimately win on the economics and be successful in this industry.

We think we're leading the charge to meet that demand for that always-on connectivity. We have the largest and best fibre network, and we have plans to expand it to millions more locations. We have the largest wireless network, and we're modernising it to be one of the leading networks in the future. We're capitalising on the opportunity to converge customers on consolidated services and leading in that regard with two very high-quality products.

And at a time when I see the industry structure changing right now, and I do believe that these trends I just discussed are, in fact, driving change, I wouldn't trade the asset base that AT&T has with any of the position of my competitors at this point in the market.

Stacey, what's your next question?

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Stacey Maris, Senior Vice President, Secretary, and Chief Privacy Officer

We've been asked to address the competitive environment in the wireless industry. With increasing competition, how do you feel about your position compared to your peers?

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John Stankey, Chairman and Chief Executive Officer

Well, as I just indicated, I feel really good. I think we're incredibly well-positioned as anyone in the industry, as referenced by my comment about the asset base. We've proven that even in this very competitive environment that we're operating in, that we're able to attract high-value and profitable subscribers. And we're growing our most profitable business, our wireless business, in the right way.

We're the only company out there right now that can provide both 5G and fibre together, and we have owners' economics to do that. And you've seen the progress we've made as we've shared that four out of every 10 AT&T fibre households now choose AT&T wireless as of the first quarter of this year.

And now we've added to that a little more fuel, which is the AT&T guarantee that further differentiates us. And this is a platform that we're going to be able to evolve in the coming

months. It's a way for us to make sure that our customers feel comfortable working with AT&T, that we reassure them that the commitments we make to them we will stand behind, and if we're not successful in doing that, we'll make it good.

So we feel really good about our position. Stacey, what's next?

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Stacey Maris, Senior Vice President, Secretary, and Chief Privacy Officer

The next one is, given concerns of a potential recession, what is AT&T's view on the health of the consumer, and how will we manage through a recessionary period?

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John Stankey, Chairman and Chief Executive Officer

Well, first off, I'd say I don't consider our business to be a leading indicator of the future discretionary economy from a consumer perspective, given how critical and essential our services are to consumers.

But having said that, I think we're incredibly well-positioned to drive sustainable growth through any kind of market economic cycles. Demand for connectivity has never been greater, and as I said, those services are just critical to the way that everybody lives, works, and entertains themselves.

And as a result of that, we're focusing on what we can control, which is managing our customer base as effectively as we possibly can. And making sure that we leave flexibility in our balance sheet to have the resources we need to respond to a competitive environment or any uncertain things that occur in the macro environment.

And as we pair that with our ability to operate the business more effectively and continuing to reshape our cost structure and be really diligent about how we're investing, we think we've got more than enough capabilities to address the things that might pop up that are unexpected, while at the same time continuing to be consistent investing in the most durable and sustainable things that we think will make the business healthy and effective in the future. Stacey?

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Stacey Maris, Senior Vice President, Secretary, and Chief Privacy Officer

We're seeing a few questions about how AT&T is balancing the need to invest for the future while also ensuring financial flexibility given the diminished economic visibility in this environment.

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John Stankey, Chairman and Chief Executive Officer

Well, as I mentioned earlier, no company has invested more capital than AT&T in the US telecommunications infrastructure over the past five years. And we did that while we were responsibly bringing our balance sheet into a healthy position. And while we've been managing costs down in the business in an effective fashion, I think we've been pretty disappointed about that.

But we have plans to continue to invest at high levels, and I've shared that. And that's part of that three-year projection that we laid out in December in our Analyst Day. That gives us a lot of flexibility in our capital allocation to continue to invest aggressively in those technologies that we think are going to survive for years. And we think fibre is a key driver of that. We think modernising our wireless network in the right way to make it more open and interoperable is critical. We think taking costs out of the core part of our fabric, our switching fabric in this business, is critical to that.

And as a result of that, we think those are all really long-term sustainable technologies that are going to make this business perform for decades to come. And we never want to compromise those things, and we think we have the latitude to do that in the capital plan that we outlined over the three-year horizon that we shared in December. Stacey?

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Stacey Maris, Senior Vice President, Secretary, and Chief Privacy Officer

Our next question is, why did the Board decide to combine the Chairman and the CEO role? Is this good for the company?

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John Stankey, Chairman and Chief Executive Officer

I think it is good for the company. I think it provides the right governance structure for the Board right now and where we are at this moment. As I mentioned earlier, Management and the Board crafted a very carefully executed long-term capital allocation plan, and we believe this combination right now gives us greater agility in how we manage the company and navigate governance as we're executing that plan over the next three years to create the long-term stockholder value that we've committed to you.

I think we've said multiple times in this forum and others over the years that we believe it's essential for the company to keep the latitude to have the option for either a combined or split configuration for the CEO and the Chairman. And we've indicated that the reason why that's necessary is you want to apply the right model for the right period of time that the company is in in its life cycle. And right now we feel this is the right model for us and where we're at, and we

still maintain a very robust independent leadership of the Board, an oversight of Management with this model, and feel very comfortable with where we're at. Stacey, what's next?

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Stacey Maris, Senior Vice President, Secretary, and Chief Privacy Officer

Okay, our final question. We've talked about the legacy transition and network modernisation; what we've called exiting legacy copper network. But we've got a question about the people who still use and require that network. How do we plan to keep serving those customers?

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John Stankey, Chairman and Chief Executive Officer

Well, it's really important that we take the steps to modernise all the infrastructure that serves everybody in the United States. And there's been some very overt policy moves to do that, as you're aware. In the last administration, almost \$50bn was set aside to ensure that households that don't have access to the Internet could get access to the Internet. And there's been a tremendous level of investment from the industry broadly to modernise infrastructure that serves people.

And I think what is really important to understand as we approach this modernisation is a core principle is leave nobody behind, ensure that every customer has not only the ability to make a plain old voice telephone call, but has great, robust access to the Internet. But we want to do it on technology that's been developed and engineered and deployed sometime in this century, not stuff that was developed and envisioned in the 1800s.

And so we're really pleased with our progress in that regard and the support we're getting from the FCC. They've been working very closely with us. They've already approved 1,300 wire centres for geographies, which is about a quarter of our footprint, where they've allowed us to start that transition because they have confidence that, in fact, we have cared for all the customers in those areas, that they will have robust communication.

That means 911 services. It means the ability to make a voice call. And, frankly, in the newer technologies that are available, it brings a lot of new enhanced services that the old technology wouldn't allow. And that's good for customers.

And we're going to continue to work through this in a diligent fashion on a state-by-state basis, mile-by-mile in our territory. And I think we're going to end up with seeing ourselves in a position that all of our service area and all of our customers are served well and it's done on better technology, and we'll have better infrastructure in the United States for competitors and everybody's going to feel good about it.

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Stacey Maris, Senior Vice President, Secretary, and Chief Privacy Officer

All right. Now it's time to go over the preliminary voting results.

The first item is the election of directors. All 10 nominees were re-elected.

For item number two, the ratification of Ernst & Young as independent auditors for AT&T, there were 93.7% of votes cast in favour. As a result, the appointment of Ernst & Young as our independent auditors for 2025 has been ratified.

For item number three, the advisory vote on executive compensation, there were 90.7% of votes cast in favour. Therefore, the proposal is approved.

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John Stankey, Chairman and Chief Executive Officer

Thank you, Stacey. That concludes our formal business. I now declare the meeting adjourned.

On behalf of the Board and the Executive Team of AT&T, thank you for joining us today and thank you for your continued interest in our company.

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