

BELLSOUTH CORP  
Form 8-K  
May 30, 2003

[QuickLinks](#) -- Click here to rapidly navigate through this document

---

---

## SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

### FORM 8-K CURRENT REPORT

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

Date of Report (Date of earliest event reported):  
May 30, 2003

### BELLSOUTH CORPORATION

(Exact name of registrant as specified in its charter)

<b>Georgia</b> (State or other jurisdiction of incorporation)	<b>1-8607</b> (Commission File Number)	<b>58-1533433</b> (IRS Employer Identification No.)
<b>Room 15G03, 1155 Peachtree Street, N. E., Atlanta, Georgia</b> (Address of principal executive offices)	<b>30309-3610</b> (Zip Code)	
	Registrant's telephone number, including area code <b>(404) 249-2000</b>	

---

---

---

#### Item 5. Other Events and Regulation FD Disclosure

As previously disclosed in BellSouth's Annual Report on Form 10-K for the year ended December 31, 2002, filed February 28, 2003 (the "Form 10-K"), BellSouth adopted the fair value recognition provisions of Statement of Financial Accounting Standards (SFAS) No. 123, "Accounting for Stock-Based Compensation," for stock-based employee compensation. We elected to adopt the fair value recognition method using the retroactive restatement alternative provided by SFAS No. 148, "Accounting for Stock-Based Compensation Transition and Disclosure."

The Registrant is filing this Current Report on Form 8-K to restate all prior periods covered by the Form 10-K, reflecting the compensation cost that would have been recorded had the fair value expense recognition provisions of SFAS No. 123 been applied.

#### Item 7. Financial Statements and Exhibits

(c) Exhibits

Exhibit No.

99-a

## Edgar Filing: BELLSOUTH CORP - Form 8-K

Restatement of Management's Discussion and Analysis of Financial Condition and Results of Operations and Consolidated Financial Statements from Annual Report on Form 10-K for the year ended December 31, 2002, originally filed February 28, 2003.

2

---

### 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 thereunto duly authorized.

BELLSOUTH CORPORATION

By: /s/ W. PATRICK SHANNON

W. Patrick Shannon  
Vice President Finance  
May 28, 2003

3

---

### CONSENT OF INDEPENDENT ACCOUNTANTS

We hereby consent to the incorporation by reference of our report dated February 10, 2003, except Note I, as to which the date is May 5, 2003, relating to the consolidated financial statements of BellSouth Corporation, which appears in the Current Report on Form 8-K dated May 30, 2003, in the following Registration Statements:

Form S-3 (File No. 333-21233),

Form S-3 (File No. 333-67084),

Form S-8 (File No. 33-38264),

Form S-8 (File No. 333-31600),

Form S-8 (File No. 333-49169),

Form S-8 (File No. 333-52416),

Form S-8 (File No. 333-75660).

/s/ PricewaterhouseCoopers LLP  
Atlanta, Georgia  
May 30, 2003

4

---

### CONSENT OF INDEPENDENT AUDITORS

We consent to the incorporation by reference of our report dated February 7, 2003 with respect to the consolidated financial statements of Cingular Wireless LLC (not included separately herein) in this Current Report (Form 8-K) dated May 30, 2003, in the registration statements listed below of BellSouth Corporation:

Edgar Filing: BELLSOUTH CORP - Form 8-K

Form S-3 (File No. 333-21233),

Form S-3 (File No. 333-67084),

Form S-8 (File No. 33-38264),

Form S-8 (File No. 333-31600),

Form S-8 (File No. 333-49169),

Form S-8 (File No. 333-52416),

Form S-8 (File No. 333-75660).

/s/ Ernst & Young LLP  
Atlanta, Georgia  
May 27, 2003

QuickLinks

SIGNATURE