AT&T INC. Form 10-Q May 03, 2018

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) (Mark One) OF THE SECURITIES EXCHANGE ACT OF 1934

x For the quarterly period ended March 31, 2018

or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from to

Commission File Number 1-8610

AT&T INC.

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Incorporated under the laws of the State of Delaware I.R.S. Employer Identification Number 43-1301883

208 S. Akard St., Dallas, Texas 75202 Telephone Number: (210) 821-4105

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes [X]

No [ ]

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Yes [X] No [ ]

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or emerging growth company. See definition of "accelerated filer," "large accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act.

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| Large accelerated filer [X]  | Accelerated filer [ ]                  |
|--|--|
| Non-accelerated filer [ ] (Do not check if a smaller reporting company)  | Smaller reporting company [ ]          |
|  | Emerging growth company [ ]            |
| If an emerging growth company, indicate by checkmark if the registrant has period for complying with any new or revised financial accounting standar Exchange Act. |  |
|  | Yes [ ]                                |
| No [ ]   |  |
| Indicate by check mark whether the registrant is a shell company (as defin   | ed in Rule 12b-2 of the Exchange Act). |
|  | Yes [ ]                                |
| No [X] At April 30, 2018, there were 6,141 million common shares outstanding.  |  |
|  |  |
|  |  |
|  |  |

#### PART I - FINANCIAL INFORMATION

#### Item 1. Financial Statements

#### AT&T INC.

CONSOLIDATED STATEMENTS OF INCOME

Dollars in millions except per share amounts

(Unaudited)

|  | Three months |           |
|--|--------------|-----------|
|  | ended        |           |
|  | March 31     | •         |
|  | 2018         | 2017      |
|  |              | As        |
|  |              | Adjusted  |
| Operating Revenues   |              |           |
| Service  |              | \$ 36,456 |
| Equipment  | 4,392        | 2,909     |
| Total operating revenues   | 38,038       | 39,365    |
| Operating Expenses   |              |           |
| Cost of services and sales   |              |           |
| Equipment  | 4,848        | 3,848     |
| Broadcast, programming and operations  | 5,166        | 4,974     |
| Other cost of services (exclusive of depreciation and                              |              |           |
| amortization shown separately below)   | 7,932        | 9,288     |
| Selling, general and administrative  | 7,897        | 8,772     |
| Depreciation and amortization  | 5,994        | 6,127     |
| Total operating expenses   | 31,837       | 33,009    |
| Operating Income   | 6,201        | 6,356     |
| Other Income (Expense)   |              |           |
| Interest expense   | (1,771)      | (1,293)   |
| Equity in net income (loss) of affiliates  | 9            | (173)     |
| Other income (expense) – net   | 1,702        | 488       |
| Total other income (expense)   | (60)         | (978)     |
| Income Before Income Taxes   | 6,141        | 5,378     |
| Income tax expense   | 1,382        | 1,804     |
| Net Income   | 4,759        | 3,574     |
| Less: Net Income Attributable to Noncontrolling Interest                           | (97)         | (105)     |
| Net Income Attributable to AT&T  | \$4,662      | \$3,469   |
| Basic Earnings Per Share Attributable to AT&T                                      | \$0.75       | \$ 0.56   |
| Diluted Earnings Per Share Attributable to AT&T                                    | \$0.75       | \$ 0.56   |
| Weighted Average Number of Common Shares Outstanding – Basic (in millions)         | 6,161        | 6,166     |
| Weighted Average Number of Common Shares Outstanding – with Dilution (in millions) | 6,180        | 6,186     |
| Dividends Declared Per Common Share  | \$0.50       | \$ 0.49   |
| See Notes to Consolidated Financial Statements.                                    |              |           |

#### AT&T INC.

#### CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

Dollars in millions

(Unaudited)

| (0.1.1.1.1.1.1)  |                 | Three months ended March 31, |  |
|--|-----------------|------------------------------|--|
| Net income   | 2018<br>\$4,759 | 2017<br>\$3,574              |  |
| Other comprehensive income (loss), net of tax:   | Ψ¬,/3/          | Ψ3,374                       |  |
| Foreign currency:  |                 |                              |  |
| Translation adjustment (includes \$2 and \$6 attributable to noncontrolling interest),   |                 |                              |  |
| net of taxes of \$175 and \$391  | 108             | 372                          |  |
| Available-for-sale securities:   |                 |                              |  |
| Net unrealized gains (losses), net of taxes of \$(4) and \$15                            | (12)            | 33                           |  |
| Reclassification adjustment included in net income, net of taxes of \$0, and \$3         | -               | 5                            |  |
| Cash flow hedges:  |                 |                              |  |
| Net unrealized gains, net of taxes of \$180 and \$7                                      | 674             | 13                           |  |
| Reclassification adjustment included in net income, net of taxes of \$3 and \$5          | 12              | 10                           |  |
| Defined benefit postretirement plans:  |                 |                              |  |
| Net prior service credit arising during period, net of taxes of \$185 and \$0            | 567             | -                            |  |
| Amortization of net prior service credit included in net income, net of taxes of \$(105) |                 |                              |  |
| and \$(139)  | (323)           | (228)                        |  |
| Other comprehensive income (loss)  | 1,026           | 205                          |  |
| Total comprehensive income   | 5,785           | 3,779                        |  |
| Less: Total comprehensive income attributable to noncontrolling interest                 | (99 )           | (111)                        |  |
| Total Comprehensive Income Attributable to AT&T  | \$5,686         | \$3,668                      |  |
| See Notes to Consolidated Financial Statements.  |                 |                              |  |

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# AT&T INC. CONSOLIDATED BALANCE SHEETS Dollars in millions except per share amounts

|  |             | December  |
|--|-------------|-----------|
|  | March 31,   | 31,       |
|  | 2018        | 2017      |
| Assets   | (Unaudited) |           |
| Current Assets   |             |           |
| Cash and cash equivalents  | \$48,872    | \$50,498  |
| Accounts receivable - net of allowances for doubtful accounts of \$642 and \$663 | 16,290      | 16,522    |
| Prepaid expenses   | 1,335       | 1,369     |
| Other current assets   | 12,008      | 10,757    |
| Total current assets   | 78,505      | 79,146    |
| Property, plant and equipment  | 317,127     | 313,499   |
| Less: accumulated depreciation and amortization                                  | (192,003)   | (188,277) |
| Property, Plant and Equipment – Net  | 125,124     | 125,222   |
| Goodwill   | 105,482     | 105,449   |
| Licenses   | 96,556      | 96,136    |
| Customer Lists and Relationships – Net   | 9,878       | 10,676    |
| Other Intangible Assets – Net  | 7,201       | 7,464     |
| Investments in and Advances to Equity Affiliates                                 | 2,623       | 1,560     |
| Other Assets   | 20,974      | 18,444    |
| Total Assets   | \$ 446,343  | \$444,097 |

Liabilities and Stockholders' Equity

**Current Liabilities**