

AT&T CORP
Form DEFA14A
January 31, 2005

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**UNITED STATES
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): January [30], 2005

AT&T Corp.

(Exact name of registrant as specified in its charter)

New York

001-01105

13-4924710

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

One AT&T Way
Bedminster, New Jersey

07921

(Address of Principal Executive Offices)

(Zip Code)

(908) 221-2000

(Registrant's telephone number, including area code)

Former name or former address, if changed since last report: N/A

.. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

þ 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))

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Item 8.01 Other Events

AT&T Corp. (AT&T) and SBC Communications Inc. (SBC) have announced that they have entered into an agreement for SBC to acquire AT&T. A copy of the joint press release of AT&T and SBC is filed as Exhibit 99.1 hereto and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

| Exhibit No. | Description |
|-------------|---|
| 99.1 | Joint Press Release, dated January 30, 2005 |

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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 thereunto duly authorized.

AT&T CORP.

/s/ Robert S. Feit

By: Robert S. Feit
Vice President Law and Secretary

Date: January 31, 2005

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