

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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NEW YORK CITY EMPLOYEES' RETIREMENT
SYSTEM, TEACHERS' RETIREMENT SYSTEM OF
THE CITY OF NEW YORK, NEW YORK CITY POLICE
PENSION FUND, and NEW YORK CITY BOARD OF
EDUCATION RETIREMENT SYSTEM,

26-cv-1310-LJL

**STIPULATION OF
SETTLEMENT AND
DISMISSAL**

Plaintiffs,

-against-

AT&T INC.,

Defendant.

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WHEREAS, the New York City Employees' Retirement System, Teachers' Retirement System of the City of New York, New York City Police Pension Fund, and New York City Board of Education Retirement System (collectively, "Plaintiffs") filed a complaint on February 17, 2026, alleging that Defendant AT&T Inc. ("AT&T" or "Defendant") intended to omit Plaintiffs' shareholder proposal, as set forth in paragraph 20 of the Complaint (ECF No. 1) ("Proposal") from Defendant's proxy materials for Defendant's 2026 annual shareholder meeting ("Annual Meeting") in violation of Section 14(a) of the Securities Exchange Act of 1934 and Rule 14a-8, 17 C.F.R. § 240.14a-8 ("Rule 14a-8");

WHEREAS, Plaintiffs' Complaint sought: (1) a declaration that AT&T's decision to omit Plaintiffs' Proposal from its proxy materials for the Annual Meeting violated Section 14(a) of the Securities Exchange Act of 1934 and Rule 14a-8, (2) an injunction prohibiting AT&T from soliciting shareholder proxies for the Annual Meeting without informing shareholders of the Proposal and requiring the inclusion of the Proposal in AT&T's proxy materials, (3) their costs and disbursements of this action, including reasonable attorneys' fees, and (4) any other relief the Court deemed just and proper;

WHEREAS, by email dated February 18, 2026, and letter dated February 20, 2026, AT&T advised Plaintiffs that Defendant will be including the Proposal in its 2026 proxy materials;

WHEREAS, the parties now wish to discontinue this litigation;

IT IS HEREBY STIPULATED AND AGREED, by and between the parties and/or their respective counsel, as follows:

1. AT&T acknowledges service of the Summons and Complaint.
2. AT&T will include Plaintiffs' Proposal in AT&T's proxy materials for the 2026 Annual Meeting.
3. The above-captioned action is dismissed without prejudice and discontinued pursuant to Federal Rule of Civil Procedure 41.
4. The parties intend that this Stipulation of Settlement and Dismissal fully and finally resolves any and all claims related to the Proposal for the 2026 Annual Meeting.
5. Each party shall bear its own legal and other costs (including attorneys' fees) incurred in connection with this matter, including but not limited to the preparation and performance of this stipulation ("Stipulation") and any communications with or submissions to the SEC Division of Corporation Finance or this Court.
6. This Stipulation is governed by the laws of the United States. The exclusive jurisdiction and venue for any dispute relating to or arising under this Stipulation is the United States District Court for the Southern District of New York.
7. For purposes of construing this Stipulation, this Stipulation shall be deemed to have been drafted by all parties to this Stipulation, and any rule that a document shall be construed against the drafting party shall not apply to this Stipulation.

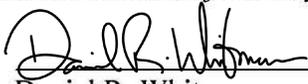
8. This Stipulation constitutes the complete agreement between the parties with respect to the subject matter hereof. This Stipulation may not be amended except by written consent of the parties.

9. The undersigned counsel and other signatories represent and warrant that they are fully authorized to execute this Stipulation on behalf of the persons and entities listed below.

10. This Stipulation may be signed with electronic signatures and may be executed in counterparts.

Dated: February 25, 2026
New York, New York

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SO ORDERED:



Lewis J. Liman
United States District Judge

Dated: New York, New York
February 26, 2026