

AT&T TO ACQUIRE WAYPORT

COMBINED WI-FI NETWORKS TO PROVIDE CONNECTIVITY IN MORE PLACES

Millions of AT&T Customers to Get Free Wi-Fi Access at Nearly 20,000 U.S. Hotspots

DALLAS and AUSTIN, Texas, Nov. 6, 2008 —AT&T Inc. (NYSE:T) announced today that it has agreed, through one of its subsidiaries, to acquire privately-held Wayport, Inc., a leading provider of managed Wi-Fi services in the United States, for approximately \$275 million in cash. The deal adds Wayport's focused capabilities and enterprise customer portfolio with AT&T's leading Internet Protocol (IP) and 3G networks, and broad consumer and business customer bases, to deliver enhanced broadband connectivity at home, in the office, on the road, and virtually anywhere in between.

The acquisition expands the AT&T Wi-FiSM footprint to nearly 20,000 domestic hotspots, takes the company's global Wi-Fi presence to more than 80,000 locations*, and creates thousands of new ways for customers worldwide to stay in touch. Millions of AT&T customers – plus millions of other consumers needing to connect on the go – will benefit from access to new hotspot locations served by Wayport. Wayport hotspots are in key locations, including select Wyndham, Marriott Vacation Club and Four Seasons hotels; HealthSouth and Sun Healthcare locations; plus McDonald's restaurants.

AT&T's global brand, marketing leadership and extensive enterprise sales force will complement Wayport's expertise in enabling and managing applications over an integrated network. Wayport will also extend AT&T's reach in the hospitality, health care, education and retail sectors.

"We're seeing exponential growth of Wi-Fi-enabled devices — such as smartphones — combined with a continued dependency on 24/7, anytime, anywhere Internet access across business and consumer market segments," said John Stankey, president and CEO, AT&T Operations. "Now is the right time for AT&T to affirm our commitment to Wi-Fi leadership. By acquiring Wayport, we're giving consumers more ways to stay in touch and building a more robust network management solution for businesses. We're bringing ready access to the nation's leading Wi-Fi, wireless and IP networks — on a global scale."

Delivering Greater Value to Consumers

More than ever before, customers worldwide are using AT&T's expansive network to serve today's growing demand for more connectivity in more places – which is driven by the proliferation of Wi-Fi-enabled devices.

This acquisition enhances AT&T's Wi-Fi presence in the United States, and it delivers a seamless, consistent communications experience to customers at home or on the go — from one company.

Nearly 300 million Wi-Fi-enabled devices were shipped in 2007. Nearly 1 billion are predicted by 2012.* *

- With the surge of Wi-Fi-enabled devices, such as smartphones, portable computers, gaming devices and cameras, more consumers can enjoy the benefits of anytime, anywhere access from the nation's largest Wi-Fi network.



- A broader and deeper AT&T Wi-Fi network means more free connectivity for millions of AT&T customers, including select AT&T smartphone customers, AT&T LaptopConnect customers and AT&T High Speed Internet (including U-verseSM) subscribers.

Providing Solutions for Enterprise Customers

The acquisition complements AT&T's ability to deliver a complete end-to-end solution for businesses worldwide with Wayport's experience in facilitating business applications and managing public access to the Internet over a single network. As Wayport currently provides back-office management for AT&T's Wi-Fi Hot Spots, the acquisition expands such capabilities and brings management of Wi-Fi infrastructure completely under AT&T management.

The combined company will be able to deliver a more cost-effective and streamlined solution for enterprises – and their customers – by providing more anytime, anywhere access to end-user applications. Plus, with both the back-office infrastructure and end-user content application managed by one company, businesses can reduce operating costs, enhance and customize their customers' experience and reach more customers in new innovative ways.

AT&T will provide a comprehensive solution for businesses seeking converged and managed network capabilities – on one network – with global reach, while also bringing ready access to the nation's largest Wi-Fi, wireless and leading global IP network.

- Enterprise customers will be able to better utilize private-side applications – effectively managing costs and increasing productivity levels – including inventory management, remote employee learning, point-of-sale applications and remote security monitoring.
- A unified solution will drive new business partnerships, leveraging AT&T's unique, innovative services and applications available to enterprise customers.
- Enterprise customers will benefit from new, revenue-generating opportunities with AT&T's ability to bring customized, location-based messaging and advertising to more touch points – via a streamlined Wi-Fi solution – reaching more end-users.

"AT&T's premier capabilities in both the enterprise and consumer industries will take Wayport's strength in delivering Wi-Fi solutions over converged networks to an entirely new level," said Dave Vucina, chairman and chief executive officer of Wayport. "AT&T's ability to reach and service tens of millions of customers will greatly expand the value we currently bring to our customers. As part of AT&T, we'll bring new and better solutions to our customers on a global scale, with greater reach and more innovative services."

The transaction is expected to close as early as the fourth quarter of 2008.

* Including roaming locations

** In-Stat, 2008.



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About AT&T

AT&T Inc. (NYSE:T) is a premier communications holding company. Its subsidiaries and affiliates, AT&T operating companies, are the providers of AT&T services in the United States and around the world. Among their offerings are the world's most advanced IP-based business communications services and the nation's leading wireless, high speed Internet access and voice services. In domestic markets, AT&T is known for the directory publishing and advertising sales leadership of its Yellow Pages and YELLOWPAGES.COM organizations, and the AT&T brand is licensed to innovators in such fields as communications equipment. As part of its three-screen integration strategy, AT&T is expanding its TV entertainment offerings. In 2008, AT&T again ranked No. 1 on *Fortune* magazine's World's Most Admired Telecommunications Company list and No. 1 on America's Most Admired Telecommunications Company list. Additional information about AT&T Inc. and the products and services provided by AT&T subsidiaries and affiliates is available at <http://www.att.com>.

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About Wayport, Inc.

Founded in 1996, Wayport enables breakthrough public and private applications over an integrated network platform which creates new business opportunities and operational efficiencies. Wayport serves notable brands in a variety of vertical markets, including AT&T customers through a managed service agreement. Wayport helps clients create new business capabilities and improve operational efficiencies at premier venues including major hotels, hospitals, McDonald's and Hertz locations, and other retail brands worldwide. Wayport's investors include Sevin Rosen Funds, INVESCO Private Capital, New Enterprise Associates, Scale Venture Partners, Trellis Partners, Advanced Equities, Inc., Lucent Venture Partners, GC Technology Fund, Sanders Morris Harris, Star Ventures and GIC.

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