

SECURITIES AND EXCHANGE COMMISSION

Issuer Delisting; Order Granting the Application of SBC Communications Inc. to Withdraw its Common Stock, \$1.00 par value, from Listing and Registration on the Chicago Stock Exchange, Inc. File No. 1-08610

November 18, 2005

On September 22, 2005, SBC Communications Inc., a Delaware corporation ("Issuer"), filed an application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act")¹ and Rule 12d2-2(d) thereunder,² to withdraw its common stock, \$1.00 par value ("Security"), from listing and registration on the Chicago Stock Exchange, Inc. ("CHX"). Notice of such application requesting comments was published in the Federal Register on November 1, 2005.³ No comments were received. As discussed below, the Commission is granting the application.

The Board of Directors ("Board") of the Issuer approved a resolution on July 23, 2003 to, among other things, authorize certain officers of the Issuer to list or delist any of the Issuer's securities on or from any United States or foreign exchange, except to delist the Security from the New York Stock Exchange, Inc. ("NYSE"). The Issuer stated that the following reasons factored into its decision to withdraw the Security from CHX. First, the Issuer stated that the

¹ 15 U.S.C. 78l(d).

² 17 CFR 240.12d2-2(d).

³ See Securities Exchange Act Release No. 52671 (October 25, 2005), 70 FR 65937.

Security only infrequently trades on CHX. Over the past 12 months, shares of the Security traded on CHX represented 2% of the total shares of the Security traded on all national exchanges. Substantially all of the Security is traded on NYSE and in the over-the-counter market. Second, the Issuer intends to continue listing the Security on NYSE. The Security is registered under Section 12(b) of the Act⁴, and the Issuer is subject to the periodic and current reporting requirements under Section 13 of the Act.⁵ Third, the continued listing of the Security is costly and unjustified, in the Issuer's opinion, in light of the limited trading volume of the Security.

The Issuer stated in its application that it has complied with applicable rules of CHX by complying with all applicable laws in the State of Delaware, the state in which the Issuer is incorporated, and by providing CHX with the required documents governing the withdrawal of securities from listing and registration on CHX. The Issuer's application relates solely to the withdrawal of the Security from listing on CHX and shall not affect its continued listing on NYSE of the Pacific Exchange, Inc. ("PCX"),⁶ or its obligation to be registered under Section 12(b) of the Act.⁷

⁴ 15 U.S.C. 781(b).

⁵ 15 U.S.C. 78m.

⁶ On November 1, 2005, the Commission published the Issuer's application with the to withdraw the Security from listing and registration on PCX. See Securities Exchange Act Release No. 52670 (October 25, 2005), 70 FR 65938. No comments were received on such application. The Commission is granting such application to withdraw the Security from PCX by separate order as discussed therein.

⁷ 15 U.S.C. 781(b).

The Commission, having considered the facts stated in the application and having due regard for the public interest and protection of investors, orders that the application be, and it hereby is, granted, effective at the opening of business on November 21, 2005.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.⁸

Jonathan G. Katz
Secretary

⁸ 17 CFR 200.30-3(a)(1).