

Embarq CORP
Form 4
May 19, 2006

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BETTS GENE M

(Last) (First) (Middle)

5454 W. 110TH ST

(Street)

OVERLAND PARK, KS 66211

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Embarq CORP [EQ]

3. Date of Earliest Transaction
(Month/Day/Year)
05/17/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify
below) below)

Chief Financial Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)	72 (5)	D	
Common Stock					95 (5)	I	By 401K
Common Stock					22 (5)	I	By Deferred Comp Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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information contained in this form are not
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SEC 1474
(9-02)

displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	05/17/2006		A		787		(1)	(1)	Common Stock	787
Restricted Stock Units	\$ 0	05/17/2006		A		726		(2)	(2)	Common Stock	726
Restricted Stock Units	\$ 0	05/17/2006		A		552		(3)	(3)	Common Stock	552
NQ Stock Option (right to buy)	\$ 58.53	05/17/2006		A		3,829		(4)	02/11/2007	Common Stock	3,829
NQ Stock Option (right to buy)	\$ 62.3	05/17/2006		A		1,726		(4)	02/11/2007	Common Stock	1,726
NQ Stock Option (right to buy)	\$ 62.3	05/17/2006		A		3,488		(4)	02/11/2007	Common Stock	3,488
NQ Stock Option (right to buy)	\$ 77.16	05/17/2006		A		1,998		(4)	02/11/2007	Common Stock	1,998
NQ Stock Option (right to buy)	\$ 74.6	05/17/2006		A		2,161		(4)	02/11/2007	Common Stock	2,161
NQ Stock Option	\$ 187.35	05/17/2006		A		1,655		(4)	02/11/2007	Common Stock	1,655

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(right to buy)									
NQ Stock Option (right to buy)	\$ 124.68	05/17/2006	A	8,007	<u>(4)</u>	02/11/2007	Common Stock	8,007	
NQ Stock Option (right to buy)	\$ 186.42	05/17/2006	A	384	<u>(4)</u>	02/11/2007	Common Stock	384	
NQ Stock Option (right to buy)	\$ 119.98	05/17/2006	A	1,875	<u>(4)</u>	02/11/2007	Common Stock	1,875	
NQ Stock Option (right to buy)	\$ 220.93	05/17/2006	A	379	<u>(4)</u>	02/11/2007	Common Stock	379	
NQ Stock Option (right to buy)	\$ 99.43	05/17/2006	A	1,973	<u>(4)</u>	02/11/2007	Common Stock	1,973	
NQ Stock Option (right to buy)	\$ 77.16	05/17/2006	A	11,640	<u>(4)</u>	02/09/2008	Common Stock	11,640	
NQ Stock Option (right to buy)	\$ 186.42	05/17/2006	A	719	<u>(4)</u>	02/09/2008	Common Stock	719	
NQ Stock Option (right to buy)	\$ 119.98	05/17/2006	A	3,711	<u>(4)</u>	02/09/2008	Common Stock	3,711	
NQ Stock Option (right to buy)	\$ 220.93	05/17/2006	A	1,220	<u>(4)</u>	02/09/2008	Common Stock	1,220	
NQ Stock Option (right to buy)	\$ 220.93	05/17/2006	A	1,414	<u>(4)</u>	02/09/2008	Common Stock	1,414	
NQ Stock Option (right to	\$ 99.43	05/17/2006	A	6,819	<u>(4)</u>	02/09/2008	Common Stock	6,819	

buy)

NQ Stock

Option
(right to
buy)

\$ 99.43

05/17/2006

A

7,902

(4)

02/09/2008

Common
Stock

7,902

NQ Stock

Option
(right to
buy)

\$ 186.42

05/17/2006

A

858

(4)

02/08/2009

Common
Stock

858

NQ Stock

Option
(right to
buy)

\$ 220.93

05/17/2006

A

926

(4)

02/08/2009

Common
Stock

926

NQ Stock

Option
(right to
buy)

\$ 187.35

05/17/2006

A

1,596

(4)

02/08/2009

Common
Stock

1,596

NQ Stock

Option
(right to
buy)

\$ 220.93

05/17/2006

A

2,472

(4)

02/08/2009

Common
Stock

2,472

NQ Stock

Option
(right to
buy)

\$ 99.43

05/17/2006

A

4,613

(4)

02/08/2009

Common
Stock

4,613

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BETTS GENE M 5454 W. 110TH ST OVERLAND PARK, KS 66211			Chief Financial Officer	

Signatures

Tracy D. Mackey,
attorney-in-fact

05/19/2006

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Units vest and shares will be delivered to reporting person on 02/10/07.

(2) Units vest and shares will be delivered to reporting person on 02/08/08.

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- (3) Units vest and shares will be delivered to reporting person on 02/10/08.
- (4) Option is fully vested and exercisable immediately.
- (5) Includes shares distributed to the reporting person in connection with a pro-rata distribution of the issuer's shares to the stockholders of Sprint Nextel Corporation.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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