

MEYER JOHN P
Form 4
February 28, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MEYER JOHN P

2. Issuer Name and Ticker or Trading Symbol
SPRINT CORP [FON]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
P.O. BOX 7997

3. Date of Earliest Transaction (Month/Day/Year)
02/24/2005

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)

Senior Vice President and

(Street)
SHAWNEE MISSION, KS 66207

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

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

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| FON Common Stock | 02/24/2005 | | M | | 30,938 | A | \$ 12.965 142,778 |
| FON Common Stock | 02/24/2005 | | F | | 17,021 | D | \$ 23.565 125,757 |
| FON Common Stock | 02/24/2005 | | F | | 5,970 | D | \$ 23.565 119,787 |
| FON Common | 02/24/2005 | | M | | 18,006 | A | \$ 12.965 137,793 |

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| | | | | | | | |
|------------------------|------------|---|--------|---|---------------|---------|---|
| Stock | | | | | | | |
| FON Common Stock | 02/24/2005 | F | 9,906 | D | \$ 23.565 | 127,887 | D |
| FON Common Stock | 02/24/2005 | F | 3,474 | D | \$ 23.565 | 124,413 | D |
| FON Common Stock | 02/24/2005 | M | 12,500 | A | \$ 11.78 | 136,913 | D |
| FON Common Stock | 02/24/2005 | F | 6,248 | D | \$ 23.565 | 130,665 | D |
| FON Common Stock | 02/24/2005 | F | 2,681 | D | \$ 23.565 | 127,984 | D |
| FON Common Stock | 02/24/2005 | M | 6,250 | A | \$ 8.65 | 134,234 | D |
| FON Common Stock | 02/24/2005 | F | 2,294 | D | \$ 23.565 | 131,940 | D |
| FON Common Stock | 02/24/2005 | F | 1,755 | D | \$ 23.565 | 130,185 | D |
| FON Common Stock | 02/24/2005 | M | 10,000 | A | \$ 11.524 | 140,185 | D |
| FON Common Stock | 02/24/2005 | F | 4,890 | D | \$ 23.565 | 135,295 | D |
| FON Common Stock | 02/24/2005 | F | 2,192 | D | \$ 23.565 | 133,103 | D |
| FON Common Stock | 02/24/2005 | M | 4,315 | A | \$ 11.5246 | 137,418 | D |
| FON Common Stock | 02/24/2005 | F | 2,110 | D | \$ 23.565 | 135,308 | D |
| FON Common Stock | 02/24/2005 | F | 945 | D | \$ 23.565 | 134,363 | D |

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| | | | | | | | | |
|------------------------|------------|---|-------|---|-----------|---------|---|--------------------------|
| FON Common Stock | 02/24/2005 | M | 6,810 | A | \$ 11.524 | 141,173 | D | |
| FON Common Stock | 02/24/2005 | F | 3,330 | D | \$ 23.565 | 137,843 | D | |
| FON Common Stock | 02/24/2005 | F | 1,585 | D | \$ 23.565 | 136,258 | D | |
| FON Common Stock | | | | | | 6,087 | I | by Issuer's 401(k) |

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

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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 Underlying (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Non-Qualified Stock Option (right to buy) | \$ 8.65 | 02/24/2005 | | M | | (1) 03/27/2013 | | FON Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 11.524 | 02/24/2005 | | M | | 04/28/2000 02/09/2008 | | FON Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 11.524 | 02/24/2005 | | M | | 12/31/1998 02/09/2008 | | FON Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 11.5246 | 02/24/2005 | | M | | 04/28/2000 02/09/2008 | | FON Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 11.78 | 02/24/2005 | | M | | (1) 03/27/2013 | | FON Common Stock |

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- (1) These options become exercisable at the rate of 25% of the number of shares granted on each of the first four anniversaries of the grant date.
- (2) This option vests 25% on each of 2/19/03, 2/19/04, 2/19/05, and 2/19/06.

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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