

Embarq CORP
Form 4
May 19, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Meredith Leslie H

(Last) (First) (Middle)
5454 W 110TH STREET
(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)
Treasurer

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)	1,102 ⁽¹⁾	D	
Common Stock				(A) or (D)	229 ⁽¹⁾	I	by 401k
Common Stock				(A) or (D)	1,095 ⁽¹⁾	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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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		259		(2)	(2)	Common Stock	259
Restricted Stock Units	\$ 0	05/17/2006		A		215		(3)	(3)	Common Stock	215
NQ Stock Option (right to buy)	\$ 49.12	05/17/2006		A		18,916		(4)	02/09/2008	Common Stock	18,916
NQ Stock Option (right to buy)	\$ 57.97	05/17/2006		A		1,737		(4)	02/08/2009	Common Stock	1,737
NQ Stock Option (right to buy)	\$ 72.44	05/17/2006		A		14,786		(4)	02/08/2009	Common Stock	14,786
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006		A		103		(4)	02/08/2010	Common Stock	103
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006		A		242		(4)	02/08/2010	Common Stock	242
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006		A		506		(4)	05/11/2011	Common Stock	506

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NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	544	<u>(4)</u>	02/08/2010	Common Stock	544
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006	A	672	<u>(4)</u>	08/07/2010	Common Stock	672
NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	1,013	<u>(4)</u>	05/11/2011	Common Stock	1,013
NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	1,272	<u>(4)</u>	02/08/2010	Common Stock	1,272
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006	A	1,466	<u>(4)</u>	05/11/2011	Common Stock	1,466
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006	A	1,883	<u>(4)</u>	01/24/2010	Common Stock	1,883
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006	A	2,152	<u>(4)</u>	01/03/2010	Common Stock	2,152
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006	A	2,394	<u>(4)</u>	05/11/2011	Common Stock	2,394
NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	2,690	<u>(4)</u>	08/07/2010	Common Stock	2,690
NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	2,933	<u>(4)</u>	05/11/2011	Common Stock	2,933
NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	3,766	<u>(4)</u>	01/24/2010	Common Stock	3,766
	\$ 40.76	05/17/2006	A	4,789	<u>(4)</u>	05/11/2011		4,789

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NQ Stock Option (right to buy)								Common Stock	
NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	8,609	<u>(4)</u>	01/03/2010	Common Stock	8,609	
NQ Stock Option (right to buy)	\$ 46.09	05/17/2006	A	1,676	<u>(4)</u>	02/11/2012	Common Stock	1,676	
NQ Stock Option (right to buy)	\$ 33.08	05/17/2006	A	1,428	<u>(4)</u>	02/19/2012	Common Stock	1,428	
NQ Stock Option (right to buy)	\$ 33.08	05/17/2006	A	3,403	<u>(4)</u>	02/19/2012	Common Stock	3,403	
NQ Stock Option (right to buy)	\$ 16.08	05/17/2006	A	1,109	<u>(5)</u>	03/27/2013	Common Stock	1,109	
NQ Stock Option (right to buy)	\$ 21.9	05/17/2006	A	2,219	<u>(5)</u>	03/27/2013	Common Stock	2,219	
NQ Stock Option (right to buy)	\$ 33.86	05/17/2006	A	2,455	<u>(6)</u>	02/10/2014	Common Stock	2,455	
NQ Stock Option (right to buy)	\$ 33.34	05/17/2006	A	4,910	<u>(6)</u>	02/10/2014	Common Stock	4,910	
NQ Stock Option (right to buy)	\$ 45.2	05/17/2006	A	5,759	<u>(7)</u>	02/08/2015	Common Stock	5,759	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Meredith Leslie H
5454 W 110TH STREET
OVERLAND PARK, KS 66211

Treasurer

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) 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.
- (2) Units vest and shares will be delivered to reporting person on 02/10/07.
- (3) Units vest and shares will be delivered to reporting person on 02/08/08.
- (4) Option is fully vested and exercisable immediately.
- (5) Option vests in two equal installments on 03/27/07 and 03/27/08.
- (6) Option vests in 4 equal annual installments beginning 02/10/05.
- (7) Option vests in 4 equal annual installments beginning 02/08/06.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.