

Embarq CORP  
Form 4  
May 19, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
FULLER MICHAEL B

(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)

Chief Operating 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)  | 3,904 <sup>(4)</sup>  | D  |   |
| Common Stock                    |                                      |  |                                | (A) or (D)  | 1,322 <sup>(4)</sup>  | I  | By 401k   |
| Common Stock                    |                                      |  |                                | (A) or (D)  | 758 <sup>(4)</sup>  | I  | By Deferred Comp Plan                                 |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form**

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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
|  |  |                                      |  | Code V                         | (A) (D)   | Date Exercisable Expiration Date                         | Title   |                            |
| Restricted Stock Units                     | \$ 0   | 05/17/2006                           |  | A                              | 3,712   | <u>(1)</u> <u>(1)</u>                                    | Common Stock  | 3,712                      |
| Restricted Stock Units                     | \$ 0   | 05/17/2006                           |  | A                              | 3,484   | <u>(2)</u> <u>(2)</u>                                    | Common Stock  | 3,484                      |
| Restricted Stock Units                     | \$ 0   | 05/17/2006                           |  | A                              | 2,650   | <u>(3)</u> <u>(3)</u>                                    | Common Stock  | 2,650                      |
| NQ Stock Option (right to buy)             | \$ 209.31  | 05/17/2006                           |  | A                              | 589   | <u>(5)</u> 02/11/2007                                    | Common Stock  | 589                        |
| NQ Stock Option (right to buy)             | \$ 209.31  | 05/17/2006                           |  | A                              | 719   | <u>(5)</u> 02/11/2007                                    | Common Stock  | 719                        |
| NQ Stock Option (right to buy)             | \$ 222.08  | 05/17/2006                           |  | A                              | 228   | <u>(5)</u> 02/11/2007                                    | Common Stock  | 228                        |
| NQ Stock Option (right to buy)             | \$ 98.33   | 05/17/2006                           |  | A                              | 12,228  | <u>(5)</u> 02/11/2007                                    | Common Stock  | 12,228                     |
| NQ Stock Option (right to buy)             | \$ 49.12   | 05/17/2006                           |  | A                              | 18,677  | <u>(5)</u> 02/09/2008                                    | Common Stock  | 18,677                     |
|  | \$ 49.12   | 05/17/2006                           |  | A                              | 24,795  | <u>(5)</u> 02/09/2008                                    |   | 24,795                     |

Edgar Filing: Embarq CORP - Form 4

|                                |           |            |   |        |            |            |              |              |  |
|--------------------------------|-----------|------------|---|--------|------------|------------|--------------|--------------|--|
| NQ Stock Option (right to buy) |           |            |   |        |            |            |              | Common Stock |  |
| NQ Stock Option (right to buy) | \$ 49.12  | 05/17/2006 | A | 75,334 | <u>(5)</u> | 02/09/2008 | Common Stock | 75,334       |  |
| NQ Stock Option (right to buy) | \$ 209.31 | 05/17/2006 | A | 542    | <u>(5)</u> | 02/09/2008 | Common Stock | 542          |  |
| NQ Stock Option (right to buy) | \$ 222.08 | 05/17/2006 | A | 511    | <u>(5)</u> | 02/09/2008 | Common Stock | 511          |  |
| NQ Stock Option (right to buy) | \$ 222.08 | 05/17/2006 | A | 515    | <u>(5)</u> | 02/09/2008 | Common Stock | 515          |  |
| NQ Stock Option (right to buy) | \$ 222.08 | 05/17/2006 | A | 678    | <u>(5)</u> | 02/09/2008 | Common Stock | 678          |  |
| NQ Stock Option (right to buy) | \$ 222.08 | 05/17/2006 | A | 1,031  | <u>(5)</u> | 02/09/2008 | Common Stock | 1,031        |  |
| NQ Stock Option (right to buy) | \$ 222.08 | 05/17/2006 | A | 1,118  | <u>(5)</u> | 02/08/2009 | Common Stock | 1,118        |  |
| NQ Stock Option (right to buy) | \$ 222.08 | 05/17/2006 | A | 1,279  | <u>(5)</u> | 02/08/2009 | Common Stock | 1,279        |  |
| NQ Stock Option (right to buy) | \$ 222.08 | 05/17/2006 | A | 3,837  | <u>(5)</u> | 02/08/2009 | Common Stock | 3,837        |  |
| NQ Stock Option (right to buy) | \$ 72.44  | 05/17/2006 | A | 14,642 | <u>(5)</u> | 02/08/2009 | Common Stock | 14,642       |  |
|                                | \$ 72.44  | 05/17/2006 | A | 22,690 | <u>(5)</u> | 02/08/2009 |              | 22,690       |  |

|                                |          |            |   |        |     |            |  |              |        |
|--------------------------------|----------|------------|---|--------|-----|------------|--|--------------|--------|
| NQ Stock Option (right to buy) |          |            |   |        |     |            |  | Common Stock |        |
| NQ Stock Option (right to buy) | \$ 72.44 | 05/17/2006 | A | 75,334 | (5) | 02/08/2009 |  | Common Stock | 75,334 |
| NQ Stock Option (right to buy) | \$ 57.97 | 05/17/2006 | A | 6,380  | (5) | 02/08/2009 |  | Common Stock | 6,380  |
| NQ Stock Option (right to buy) | \$ 91.38 | 05/17/2006 | A | 18,833 | (5) | 01/03/2010 |  | Common Stock | 18,833 |
| NQ Stock Option (right to buy) | \$ 40.76 | 05/17/2006 | A | 75,334 | (5) | 01/03/2010 |  | Common Stock | 75,334 |
| NQ Stock Option (right to buy) | \$ 91.38 | 05/17/2006 | A | 13,990 | (5) | 01/24/2010 |  | Common Stock | 13,990 |
| NQ Stock Option (right to buy) | \$ 40.76 | 05/17/2006 | A | 38,205 | (5) | 01/24/2010 |  | Common Stock | 38,205 |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| FULLER MICHAEL B<br>5454 W 110TH STREET<br>OVERLAND PARK, KS 66211 |               |           | Chief Operating 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.
- (3) Units vest and shares will be delivered to reporting person on 02/10/08.
- (4) 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.
- (5) Option is fully vested and exercisable immediately.

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.