

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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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 *
Cheek William E

(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)

President - Wholesale Markets

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)	549 ⁽¹⁾	D	
Common Stock				(A) or (D)	676 ⁽¹⁾	I	by 401k
Common Stock				(A) or (D)	115 ⁽¹⁾	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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	05/17/2006		A	135	<u>(2)</u>	<u>(2)</u>	Common Stock	135
Restricted Stock Units	\$ 0	05/17/2006		A	127	<u>(3)</u>	<u>(3)</u>	Common Stock	127
NQ Stock Option (right to buy)	\$ 49.12	05/17/2006		A	3,121	<u>(4)</u>	02/09/2008	Common Stock	3,121
NQ Stock Option (right to buy)	\$ 49.12	05/17/2006		A	3,593	<u>(4)</u>	02/09/2008	Common Stock	3,593
NQ Stock Option (right to buy)	\$ 49.12	05/17/2006		A	8,609	<u>(4)</u>	02/09/2008	Common Stock	8,609
NQ Stock Option (right to buy)	\$ 57.97	05/17/2006		A	281	<u>(4)</u>	02/08/2009	Common Stock	281
NQ Stock Option (right to buy)	\$ 57.97	05/17/2006		A	683	<u>(4)</u>	02/08/2009	Common Stock	683
NQ Stock Option (right to buy)	\$ 57.97	05/17/2006		A	1,076	<u>(4)</u>	02/08/2009	Common Stock	1,076

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buy)									
NQ Stock Option (right to buy)	\$ 72.44	05/17/2006	A	1,980	(4)	02/08/2009	Common Stock	1,980	
NQ Stock Option (right to buy)	\$ 72.44	05/17/2006	A	4,800	(4)	02/08/2009	Common Stock	4,800	
NQ Stock Option (right to buy)	\$ 72.44	05/17/2006	A	9,685	(4)	02/08/2009	Common Stock	9,685	
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	405	(4)	05/11/2001	Common Stock	405	
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	632	(4)	08/07/2010	Common Stock	632	
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006	A	1,173	(4)	05/11/2001	Common Stock	1,173	
NQ Stock Option (right to buy)	\$ 91.38	05/17/2006	A	1,614	(4)	01/24/2010	Common Stock	1,614	
NQ Stock Option (right to buy)	\$ 40.76	05/17/2006	A	1,216	(4)	05/11/2001	Common Stock	1,216	

Reporting Owners

Reporting Owner Name / Address	Relationships
Reporting Owners	

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Director 10% Owner Officer

Other

Cheek William E
5454 W 110TH STREET
OVERLAND PARK, KS 66211

President - Wholesale Markets

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.

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.