

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 *
McEvoy Thomas J

(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 - Business 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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock					1,233 ⁽¹⁾	D	
Common Stock					115 ⁽¹⁾	I	By 401k

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 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		945		(2)	(2)	Common Stock	945
Restricted Stock Units	\$ 0	05/17/2006		A		1,179		(3)	(3)	Common Stock	1,179
Restricted Stock Units	\$ 0	05/17/2006		A		897		(4)	(4)	Common Stock	897
NQ Stock Options (right to buy)	\$ 47.34	05/17/2006		A		10,762		(5)	12/09/2007	Common Stock	10,762
NQ Stock Options (right to buy)	\$ 49.12	05/17/2006		A		2,601		(5)	02/09/2008	Common Stock	2,601
NQ Stock Options (right to buy)	\$ 49.12	05/17/2006		A		5,381		(5)	02/09/2008	Common Stock	5,381
NQ Stock Options (right to buy)	\$ 193.16	05/17/2006		A		346		(5)	02/09/2008	Common Stock	346
NQ Stock Options (right to buy)	\$ 57.97	05/17/2006		A		281		(5)	02/08/2009	Common Stock	281
NQ Stock Options (right to buy)	\$ 57.97	05/17/2006		A		683		(5)	02/08/2009	Common Stock	683

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NQ Stock Options (right to buy)	\$ 57.97	05/17/2006	A	1,076	<u>(5)</u>	02/08/2009	Common Stock	1,076
NQ Stock Options (right to buy)	\$ 72.44	05/17/2006	A	1,980	<u>(5)</u>	02/08/2009	Common Stock	1,980
NQ Stock Options (right to buy)	\$ 72.44	05/17/2006	A	4,800	<u>(5)</u>	02/08/2009	Common Stock	4,800
NQ Stock Options (right to buy)	\$ 72.44	05/17/2006	A	9,685	<u>(5)</u>	02/08/2009	Common Stock	9,685
NQ Stock Options (right to buy)	\$ 40.76	05/17/2006	A	12,914	<u>(5)</u>	01/03/2010	Common Stock	12,914
NQ Stock Options (right to buy)	\$ 91.38	05/17/2006	A	3,228	<u>(5)</u>	01/03/2010	Common Stock	3,228
NQ Stock Options (right to buy)	\$ 40.76	05/17/2006	A	6,457	<u>(5)</u>	01/24/2010	Common Stock	6,457
NQ Stock Options (right to buy)	\$ 91.38	05/17/2006	A	2,421	<u>(5)</u>	01/24/2010	Common Stock	2,421
NQ Stock Options (right to buy)	\$ 40.76	05/17/2006	A	610	<u>(5)</u>	02/08/2010	Common Stock	610
NQ Stock Options (right to buy)	\$ 40.76	05/17/2006	A	1,637	<u>(5)</u>	02/08/2010	Common Stock	1,637
NQ Stock Options (right to buy)	\$ 91.38	05/17/2006	A	116	<u>(5)</u>	02/08/2010	Common Stock	116
	\$ 91.38	05/17/2006	A	312	<u>(5)</u>	02/08/2010		312

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NQ Stock Options (right to buy)								Common Stock	
NQ Stock Options (right to buy)	\$ 40.76	05/17/2006	A	8,878	<u>(5)</u>	08/27/2010		Common Stock	8,878
NQ Stock Options (right to buy)	\$ 91.38	05/17/2006	A	1,883	<u>(5)</u>	08/27/2010		Common Stock	1,883
NQ Stock Options (right to buy)	\$ 40.76	05/17/2006	A	4,046	<u>(5)</u>	05/11/2011		Common Stock	4,046
NQ Stock Options (right to buy)	\$ 40.76	05/17/2006	A	8,533	<u>(5)</u>	05/11/2011		Common Stock	8,533
NQ Stock Options (right to buy)	\$ 40.76	05/17/2006	A	19,371	<u>(5)</u>	05/11/2011		Common Stock	19,371
NQ Stock Options (right to buy)	\$ 91.38	05/17/2006	A	1,349	<u>(5)</u>	05/11/2011		Common Stock	1,349
NQ Stock Options (right to buy)	\$ 91.38	05/17/2006	A	2,844	<u>(5)</u>	05/11/2011		Common Stock	2,844
NQ Stock Options (right to buy)	\$ 91.38	05/17/2006	A	6,457	<u>(5)</u>	05/11/2011		Common Stock	6,457
NQ Stock Options (right to buy)	\$ 46.09	05/17/2006	A	1,992	<u>(5)</u>	02/11/2012		Common Stock	1,992

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

McEvoy Thomas J
5454 W 110TH STREET
OVERLAND PARK, KS 66211

President - Business 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) Units vest and shares will be delivered to reporting person on 02/10/08.
- (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.

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