

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 *
Campbell Harrison S

(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 - Consumer 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					831 ⁽¹⁾	D	
Common Stock					72 ⁽¹⁾	I	By 401K

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

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(9-02)

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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)	Amount or Number of Shares
				Code V	(A) (D)	Date Exercisable Expiration Date	Title	
Restricted Stock Units	\$ 0	05/17/2006		A	1,264	(2) (2)	Common Stock	1,264
Restricted Stock Units	\$ 0	05/17/2006		A	1,156	(3) (3)	Common Stock	1,156
Restricted Stock Units	\$ 0	05/17/2006		A	879	(4) (4)	Common Stock	879
NQ Stock Option (right to buy)	\$ 81.4	05/17/2006		A	2,959	(5) 04/09/2011	Common Stock	2,959
NQ Stock Option (right to buy)	\$ 16.08	05/17/2006		A	2,737	(6) 03/27/2013	Common Stock	2,737
NQ Stock Option (right to buy)	\$ 21.9	05/17/2006		A	5,475	(6) 03/27/2013	Common Stock	5,475
NQ Stock Option (right to buy)	\$ 33.86	05/17/2006		A	5,919	(7) 02/10/2014	Common Stock	5,919
NQ Stock Option (right to buy)	\$ 33.34	05/17/2006		A	11,838	(7) 02/10/2014	Common Stock	11,838
NQ Stock Option (right to buy)	\$ 49.72	05/17/2006		A	33,007	(8) 02/08/2015	Common Stock	33,007

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Campbell Harrison S 5454 W 110TH STREET OVERLAND PARK, KS 66211			President - Consumer 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.
 - (6) Option will be fully vested on 03/27/07.
 - (7) Option vests in two equal installments on 02/10/07 and 02/10/08.
 - (8) 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.