

Embarq CORP
Form 4
November 07, 2007

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 *
Holland E J Jr

(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)
11/05/2007

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)

SVP-Human Resources

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/05/2007		M		3,553	A	\$ 33.08
					8,579		
Common Stock	11/05/2007		M		7,107	A	\$ 24.11
					15,686		
Common Stock	11/05/2007		M		2,193	A	\$ 21.88
					17,879		
Common Stock	11/05/2007		M		5,475	A	\$ 21.9
					23,354		
Common Stock	11/05/2007		M		2,738	A	\$ 16.08
					26,092		

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Common Stock	11/05/2007	M	1,096	A	\$ 15.37	27,188	D
Common Stock	11/05/2007	M	1,749	A	\$ 33.86	28,937	D
Common Stock	11/05/2007	M	3,497	A	\$ 33.34	32,434	D
Common Stock	11/05/2007	<u>S</u> ⁽¹⁾	27,408	D	\$ 53.3822	5,026	D

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

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(9-02)

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
NQ Stock Option	\$ 33.08	11/05/2007		<u>M</u> ⁽¹⁾	3,553	05/18/2006 02/19/2012	Common Stock	3,553
NQ Stock Option	\$ 24.11	11/05/2007		<u>M</u> ⁽¹⁾	7,107	05/18/2006 02/19/2012	Common Stock	7,107
NQ Stock Option	\$ 21.88	11/05/2007		<u>M</u> ⁽¹⁾	2,193	05/18/2006 03/27/2013	Common Stock	2,193
NQ Stock Option	\$ 21.9	11/05/2007		<u>M</u> ⁽¹⁾	5,475	05/18/2006 03/27/2013	Common Stock	5,475
NQ Stock Option	\$ 16.08	11/05/2007		<u>M</u> ⁽¹⁾	2,738	05/18/2006 03/27/2013	Common Stock	2,738
	\$ 15.37	11/05/2007		<u>M</u> ⁽¹⁾	1,096	05/18/2006 03/27/2013		1,096

NQ Stock Option								Common Stock	
NQ Stock Option	\$ 33.86	11/05/2007		M ⁽¹⁾	1,749	(2)	02/10/2014	Common Stock	1,749
NQ Stock Option	\$ 33.34	11/05/2007		M ⁽¹⁾	3,497	(2)	02/10/2014	Common Stock	3,497

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Holland E J Jr 5454 W. 110TH STREET OVERLAND PARK, KS 66211			SVP-Human Resources	

Signatures

Jeffrey M. Johns,
attorney-in-fact

11/07/2007

 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) Mr. Holland exercised 50% of his vested in-the-money options and sold the underlying shares pursuant to a property settlement agreement with his former spouse.
- (2) Option vested/vests in 4 equal annual installments which began on 02/10/05.

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.