## Edgar Filing: Embarq CORP - Form 4

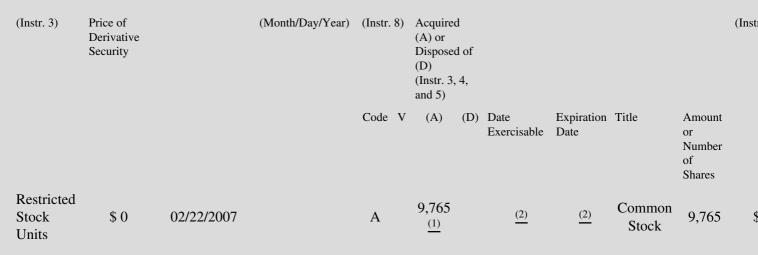
Embarq CO Form 4	RP							
February 23	2007							
	ЛЛ						PPROVAL	
	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					OMB Number:	3235-0287	
Check th if no lon subject t Section Form 4 o Form 5 obligation may con <i>See</i> Instr 1(b).	ger o 16. or Filed pu ons tinue.	<b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF</b> <b>SECURITIES</b> 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					January 31, 2005 average urs per . 0.5	
(Print or Type	Responses)							
1. Name and Address of Reporting Person <u>*</u> HESSE DANIEL			2. Issuer Name <b>and</b> Ticker or Trading Symbol Embara CORP [EO]		5. Relationship of Reporting Person(s) to Issuer			
(Lest)	(First)		Embarq CORP [EQ] 3. Date of Earliest Transaction			(Check all applicable)		
(Last) (First) (Middle) 5454 W 110TH STREET			the of Earliest 1 hth/Day/Year) 22/2007	ransaction	X Director 10% Owner X Officer (give title Other (specify below) below) Chairman, President & CEO			
	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)			-	<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
OVERLAN	ID PARK, KS 66	211			Person	Iore than One R	eporting	
(City)	(State)	(Zip)	Table I - Non-J	Derivative Securities A	cquired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, any	Code ar) (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or	SecuritiesFBeneficially(Owned(	5. Ownership Form: Direct D) or Indirect I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Amount (D) Price				
Reminder: Rep	port on a separate line	e for each class of	securities bene	information cont required to respo	or indirectly. Spond to the collec ained in this form and unless the form atly valid OMB con	are not m	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

number.

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
HESSE DANIEL 5454 W 110TH STREET OVERLAND PARK, KS 66211	Х		Chairman, President & CEO			
Signatures						
Tracy D. Mackey, Attorney-in-fact	02	2/23/2007				
**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) Award represents an upward adjustment to the RSUs awarded on July 28, 2006, based upon Embarq's achievement level of 107.5% of the specified financial objectives as approved by Embarq's Compensation Committee on February 22, 2007.
- (2) These restricted stock units vest and underlying shares will be delivered to reporting person in 2 equal annual installments beginning on February 7, 2008.

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.