

LAUER LEN J
Form 4
November 02, 2004

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 *
LAUER LEN J

2. Issuer Name and Ticker or Trading Symbol
SPRINT CORP [FON]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
P.O. BOX 7997

3. Date of Earliest Transaction (Month/Day/Year)
10/29/2004

____ Director _____ 10% Owner
X Officer (give title below) _____ Other (specify below)

President & Chief Operating

(Street)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

SHAWNEE MISSION, KS 66207

(City) (State) (Zip)

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			
FON Common Stock	04/23/2004		J(1)	V 147,096 A (1)	432,678	D	
FON Common Stock	10/29/2004		S(2)	50,000 D \$ 20.9858	383,888	D	
FON Common Stock	04/23/2004		J(1)	V 593 A (1)	1,986	I	by Issuer's 401(k)

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 Security (Instr. 3 and 4)
					V	(A)	(D)	Date Exercisable	Expiration Date	
Non-Qualified Stock Option (right to buy)	\$ 8.65	04/23/2004		J ⁽¹⁾	V	130,650		03/27/2004	03/27/2013	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 17.8	04/23/2004		J ⁽¹⁾	V	75,350		02/19/2003	02/19/2012	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 17.8	04/23/2004		J ⁽¹⁾	V	24,042		12/31/2004	02/19/2012	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 18.22	04/23/2004		J ⁽¹⁾	V	106,200		02/10/2005	02/10/2014	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 21.73	04/23/2004		J ⁽¹⁾	V	25,025		02/19/2003	02/19/2012	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 21.73	04/23/2004		J ⁽¹⁾	V	5,314		12/31/2004	02/19/2012	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 24.8	04/23/2004		J ⁽¹⁾	V	15,422		12/31/2002	02/11/2012	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 31.1875	04/23/2004		J ⁽¹⁾	V	3,750		02/08/2000	02/08/2009	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 31.1875	04/23/2004		J ⁽¹⁾	V	3,240		04/28/2000	02/08/2009	FON Common Stock
Non-Qualified Stock Option	\$ 49.17	04/23/2004		J ⁽¹⁾	V	20,000		05/11/2001	01/03/2010	FON Common

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(right to buy)								Stock
Non-Qualified Stock Option (right to buy)	\$ 49.17	04/23/2004	<u>J⁽¹⁾</u>	V	15,000	05/11/2002	01/24/2010	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 49.17	04/23/2004	<u>J⁽¹⁾</u>	V	1,550	05/11/2001	02/08/2010	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 49.17	04/23/2004	<u>J⁽¹⁾</u>	V	933	12/31/2003	02/08/2010	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 49.17	04/23/2004	<u>J⁽¹⁾</u>	V	7,000	02/13/2002	08/07/2010	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 49.17	04/23/2004	<u>J⁽¹⁾</u>	V	5,917	12/31/2003	05/11/2011	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 49.17	04/23/2004	<u>J⁽¹⁾</u>	V	45,250	02/13/2002	05/11/2011	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 49.17	04/23/2004	<u>J⁽¹⁾</u>	V	11,013	12/31/2001	05/11/2011	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 100.4375	04/23/2004	<u>J⁽¹⁾</u>	V	782	09/05/2001	06/29/2008	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 100.4375	04/23/2004	<u>J⁽¹⁾</u>	V	2,403	09/05/2001	02/08/2009	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 100.8125	04/23/2004	<u>J⁽¹⁾</u>	V	1,375	12/31/2000	06/29/2008	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 100.8125	04/23/2004	<u>J⁽¹⁾</u>	V	942	12/31/2000	02/08/2009	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 114.25	04/23/2004	<u>J⁽¹⁾</u>	V	348	05/04/2001	06/29/2008	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 114.25	04/23/2004	<u>J⁽¹⁾</u>	V	1,063	05/04/2001	02/08/2009	FON Common Stock
Non-Qualified Stock Option (right to buy)	\$ 114.25	04/23/2004	<u>J⁽¹⁾</u>	V	1,257	05/04/2001	02/08/2009	FON Common Stock

Share Units								FON
RSU	(3)	04/23/2004	J ⁽¹⁾ V	77,900	(3)	(3)		Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LAUER LEN J P.O. BOX 7997 SHAWNEE MISSION, KS 66207			President & Chief Operating	

Signatures

By: Claudia S Toussaint For: Len J
Lauer 11/02/2004
**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).
- Pursuant to a reclassification exempt under Rule 16b-7, on April 23, 2004, each share of Issuer's PCS common stock and each derivative
- (1) or right in respect of a share of Issuer's PCS common stock was reclassified into 1/2 share of Issuer's FON common stock or a derivative or right in respect of 1/2 share of Issuer's FON common stock.
 - (2) These shares are being sold to address certain personal tax obligations.
 - (3) These share units are issued under Sprint's 1997 Long-Term Stock Incentive Program. Each unit represents the right to receive one share of the underlying security at a date in the future, unless the reporting person elects to have the underlying security delivered at a later delivery date.

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.