**SPRINT CORP** Form 4 February 10, 2005

## FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB** Washington, D.C. 20549

**OMB APPROVAL** 

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**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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

may continue. See Instruction

obligations

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading LAUER LEN J Issuer Symbol SPRINT CORP [FON] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X\_ Officer (give title Other (specify P.O. BOX 7997 02/08/2005 below) below) President & Chief Operating (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting SHAWNEE MISSION, KS 66207 Person

(City)	(State)	(Zip) Table	e I - Non-D	erivative Se	ecuriti	es Acq	uired, Disposed o	f, or Beneficial	ly 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. Securitie on(A) or Disp (Instr. 3, 4)	osed o	of (D)	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)
FON Common Stock	02/08/2005(1)		A	160,000 (2)	A	<u>(1)</u>	543,816	D	
FON Common Stock							1,988	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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# 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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am Nui Sha
Non-Qualified Stock Option (right to buy)	\$ 26.7465 (3)	02/08/2005		A	420,000	<u>(4)</u>	02/08/2015	FON Common Stock	42

## **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 02/10/2005

\*\*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).

These share units are issued under Sprint's 1997 Long-Term Stock Incentive Program. Each unit represents the right to receive one share (1) 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.

- (2) These restricted stock units vest 100% on the third anniversary of the grant date but are subject to forfeiture in the event financial objectives relating to enterprise economic value added are not achieved during 2005.
- (3) The exercise price of this premium-priced option is equal to 110% of the fair market value on the grant date.
- (4) These options become exercisable at the rate of 25% of the number of shares granted on each of the first four anniversaries of the grant 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.

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