

BETTS GENE M
Form 4
March 01, 2007

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 *
BETTS GENE M

2. Issuer Name and Ticker or Trading Symbol
Embarq CORP [EQ]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
5454 W. 110TH ST

3. Date of Earliest Transaction (Month/Day/Year)
02/27/2007

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

(Street)
OVERLAND PARK, KS 66211

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

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

(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 Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|
| | | | Code | V | Amount | (A) or (D) | Price | |
| Common Stock | 02/27/2007 | | M | | 18,895 | A | \$ 40.76 19,457 | D |
| Common Stock | 02/27/2007 | | S | | 18,895 | D | \$ 56 562 | D |
| Common Stock | 02/28/2007 | | M | | 67,717 | A | \$ 40.76 68,279 | D |
| Common Stock | 02/28/2007 | | M | | 7,533 | A | \$ 33.08 75,812 | D |
| Common Stock | 02/28/2007 | | M | | 5,550 | A | \$ 33.86 81,362 | D |

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| | | | | | | | |
|--------------|------------|---|--------|---|-----------|--------|---|
| Common Stock | 02/28/2007 | M | 3,700 | A | \$ 33.34 | 85,062 | D |
| Common Stock | 02/28/2007 | S | 84,500 | D | \$ 55.604 | 562 | D |

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. 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 | Amount or Number of Shares |
| NQ Stock Option | \$ 40.76 | 02/27/2007 | | M | 18,895 | 05/18/2006 01/03/2010 | | Common Stock | 18,895 |
| NQ Stock Option | \$ 40.76 | 02/28/2007 | | M | 13,391 | 05/18/2006 01/03/2010 | | Common Stock | 13,391 |
| NQ Stock Option | \$ 40.76 | 02/28/2007 | | M | 14,528 | 05/18/2006 01/24/2010 | | Common Stock | 14,528 |
| NQ Stock Option | \$ 40.76 | 02/28/2007 | | M | 5,101 | 05/18/2006 02/08/2010 | | Common Stock | 5,101 |
| NQ Stock Option | \$ 40.76 | 02/28/2007 | | M | 8,071 | 05/18/2006 08/07/2010 | | Common Stock | 8,071 |
| NQ Stock Option | \$ 40.76 | 02/28/2007 | | M | 26,626 | 05/18/2006 05/11/2011 | | Common Stock | 26,626 |
| NQ Stock Option | \$ 33.08 | 02/28/2007 | | M | 7,533 | 05/18/2006 02/19/2012 | | Common Stock | 7,533 |

| | | | | | | | | |
|-----------------------|----------|------------|---|-------|-----|------------|-----------------|-------|
| NQ Stock Option | \$ 33.86 | 02/28/2007 | M | 5,550 | (1) | 02/10/2014 | Common Stock | 5,550 |
| NQ Stock Option | \$ 33.34 | 02/28/2007 | M | 3,700 | (2) | 02/10/2014 | Common Stock | 3,700 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BETTS GENE M 5454 W. 110TH ST OVERLAND PARK, KS 66211 | | | Chief Financial Officer | |

Signatures

Tracy D. Mackey,
attorney-in-fact

03/01/2007

__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) Option vests in 4 equal annual installments beginning 02/10/05.
- (2) Option vests in 2 equal installments on 02/10/07 and 02/10/08.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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