

Toussaint Claudia S
 Form 3
 December 21, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * Â Toussaint Claudia S (Last) (First) (Middle) 5454 W 110TH STREET (Street) OVERLAND PARK, Â KS Â 66211 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 12/18/2007 | 3. Issuer Name and Ticker or Trading Symbol Embarq CORP [EQ] | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) General Counsel & Corp Sec. | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
|--|--|---|---|--|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 1,910.4346 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable Expiration Date | Title Amount or Number of | | | |

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| | | | | Shares | | (I) (Instr. 5) | |
|------------------------|--------------|--------------|--------------|--------|----------|-------------------|---|
| Restricted Stock Units | Â <u>(1)</u> | Â <u>(1)</u> | Common Stock | 291 | \$ 0 | D | Â |
| Restricted Stock Units | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock | 2,632 | \$ 0 | D | Â |
| Restricted Stock Units | Â <u>(3)</u> | Â <u>(3)</u> | Common Stock | 5,582 | \$ 0 | D | Â |
| Restricted Stock Units | Â <u>(4)</u> | Â <u>(4)</u> | Common Stock | 3,846 | \$ 0 | D | Â |
| NQ Stock Option | 05/18/2006 | 02/08/2009 | Common Stock | 137 | \$ 72.45 | D | Â |
| NQ Stock Option | 05/18/2006 | 01/03/2010 | Common Stock | 403 | \$ 91.38 | D | Â |
| NQ Stock Option | 05/18/2006 | 01/24/2010 | Common Stock | 363 | \$ 91.38 | D | Â |
| NQ Stock Option | 05/18/2006 | 02/08/2010 | Common Stock | 75 | \$ 91.38 | D | Â |
| NQ Stock Option | 05/18/2006 | 08/07/2010 | Common Stock | 336 | \$ 91.38 | D | Â |
| NQ Stock Option | 05/18/2006 | 05/11/2011 | Common Stock | 1,997 | \$ 91.38 | D | Â |
| NQ Stock Option | 05/18/2006 | 02/19/2012 | Common Stock | 3,766 | \$ 24.1 | D | Â |
| NQ Stock Option | 05/18/2006 | 03/27/2013 | Common Stock | 2,461 | \$ 15.37 | D | Â |
| NQ Stock Option | 05/18/2006 | 03/27/2013 | Common Stock | 2,515 | \$ 16.08 | D | Â |
| NQ Stock Option | 05/18/2006 | 03/27/2013 | Common Stock | 4,923 | \$ 21.87 | D | Â |
| NQ Stock Option | 05/18/2006 | 03/27/2013 | Common Stock | 2,515 | \$ 21.9 | D | Â |
| NQ Stock Option | Â <u>(5)</u> | 02/10/2014 | Common Stock | 3,295 | \$ 33.34 | D | Â |
| NQ Stock Option | Â <u>(5)</u> | 02/10/2014 | Common Stock | 1,647 | \$ 33.86 | D | Â |
| NQ Stock Option | Â <u>(6)</u> | 02/08/2015 | Common Stock | 3,886 | \$ 45.19 | D | Â |
| NQ Stock Option | Â <u>(7)</u> | 02/07/2016 | Common Stock | 8,010 | \$ 45.06 | D | Â |
| NQ Stock Option | Â <u>(8)</u> | 02/22/2017 | | 6,294 | \$ 56.43 | D | Â |

Common
Stock

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Toussaint Claudia S 5454 W 110TH STREET OVERLAND PARK, KS 66211 | Â | Â | Â General Counsel & Corp Sec. | Â |

Signatures

| | |
|--------------------------------------|------------|
| Tracy D. Mackey, attorney-in-fact | 12/21/2007 |
|--------------------------------------|------------|

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Units vest and shares will be delivered to reporting person on February 8, 2008.
- (2) Units vest and shares will be delivered to reporting person in 2 equal annual installments beginning on May 21, 2008.
- (3) Units vest and shares will be delivered to reporting person in 2 equal annual installments beginning on February 7, 2008.

These restricted stock units vest in 2 equal annual installments beginning on February 22, 2009 and are subject to forfeiture or grant of additional units based upon achievement of specified financial objectives related to return on invested capital, as adjusted for certain items, and total shareholder return relative to the S&P 500 Index. The number of RSUs awarded will be adjusted based on the Company's performance at the end of 2008 with respect to the shares vesting on February 22, 2009, and at the end of 2009 with respect to the shares vesting on February 22, 2010.

- (5) Option vested with respect to 50% of the shares on February 10, 2007 and will be fully vested on February 10, 2008.
- (6) Option vests in two equal annual installments beginning on February 8, 2008.
- (7) Option vests in two equal annual installments beginning on February 7, 2008.
- (8) Options vest in three annual installments with 34% vesting on February 22, 2008 and 33% vesting on each of February 22, 2009 and February 22, 2010.

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.