SPRINT Corp Form 4 July 11, 2013

#### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB APPROVAL

Number: 3235-0287

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Expires:

Check this box if no longer subject to Section 16. Form 4 or

Form 5 Fobligations may continue.

See Instruction

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(b).

(City)

(State)

(Zip)

1. Name and Address of Reporting Person * EUTENEUER JOSEPH J	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
(Lost) (Einst) (Middle)	SPRINT Corp [S]	(Check all applicable)  Director 10% OwnerX_ Officer (give title Other (specification))			
(Last) (First) (Middle) 6200 SPRINT PARKWAY	3. Date of Earliest Transaction (Month/Day/Year) 07/10/2013				
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	Chief Financial Officer  6. Individual or Joint/Group Filing(Check Applicable Line)			
OVERLAND PARK, KS 66251		_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

		Table 1 - Non-Derivative Securities Acquired, Disposed of, or Deficition Owned							
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securitie	s Acqu	iired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Disp	osed o	of (D)	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(Instr. 3, 4	and 5)		Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(4)		Reported		
					(A)		Transaction(s)		
			Code V	A 4	or	D	(Instr. 3 and 4)		
C			Code V	Amount	(D)	Price			
Common	07/10/2013		D	917,190	D	(1)	0	D	
Stock	07/10/2013		<b>D</b>	717,170	ע	<u> /</u>		D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

Table I. Non-Derivative Securities Acquired Disposed of or Reneficially Owned

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

#### Edgar Filing: SPRINT Corp - Form 4

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)	FransactiorDerivative Code Securities		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)	\$ 4.62	07/10/2013		D	341,463	(2)	04/04/2021	Common Stock	34	
Non-Qualified Stock Option (right to buy)	\$ 2.23	07/10/2013		D	608,696	(2)	02/22/2022	Common Stock	60	

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

EUTENEUER JOSEPH J 6200 SPRINT PARKWAY OVERLAND PARK, KS 66251

Chief Financial Officer

## **Signatures**

/s/ Timothy P. O'Grady Attorney-in-Fact

07/11/2013

\*\*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).

This includes 119,630 shares, 125,000 restricted shares and 672,560 restricted stock units that were disposed of in connection with the merger (the "Merger") of Sprint Nextel Corporation ("Old Sprint") with and into a wholly owned subsidiary of Sprint Corporation (the "Issuer"). Each share of Old Sprint common stock was disposed of for a combination of approximately \$5.65 in cash and 0.2617 share of

- (1) Issuer common stock, which did not begin trading on the New York Stock Exchange until July 11, 2013. All Old Sprint restricted stock units were disposed of in exchange for a number of Issuer restricted stock units that is dependent on the trading prices of common stock of the Issuer for five trading days following the effective time of the Merger (the "Reference Period"). Such number will be promptly disclosed by Issuer once it may be definitively determined.
- (2) This option grant is exercisable at the rate of 33 1/3% of the number of shares granted on each of the first three anniversaries of the grant date
- These stock options were disposed of in connection with the Merger in exchange for Issuer stock options, the terms of which are dependent on the trading prices of common stock of the Issuer for the Reference Period and will be promptly disclosed by Issuer once they may be definitely determined.

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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