

SPRINT Corp
Form 4
July 11, 2013

FORM 4

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

OMB APPROVAL

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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 *
Elfman Steven Lawrence

(Last) (First) (Middle)
6200 SPRINT PARKWAY
(Street)

OVERLAND PARK, KS 66251
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SPRINT Corp [S]

3. Date of Earliest Transaction
(Month/Day/Year)
07/10/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President-Network Operations

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

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: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	07/10/2013		D		1,185,873	D	0

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

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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)	8. Amount of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am Nur Sha
Non-Qualified Stock Option (right to buy)	\$ 7.89	07/10/2013		D	154,004	<u>(2)</u>	05/04/2018	Common Stock	15
Non-Qualified Stock Option (right to buy)	\$ 9.47	07/10/2013		D	435,730	<u>(2)</u>	05/04/2018	Common Stock	43
Non-Qualified Stock Option (right to buy)	\$ 3.59	07/10/2013		D	885,417	<u>(2)</u>	02/25/2019	Common Stock	88
Non-Qualified Stock Option (right to buy)	\$ 3.45	07/10/2013		D	272,727	<u>(4)</u>	03/16/2020	Common Stock	27
Non-Qualified Stock Option (right to buy)	\$ 4.2	07/10/2013		D	317,073	<u>(5)</u>	02/23/2021	Common Stock	31
Non-Qualified Stock Option (right to buy)	\$ 2.23	07/10/2013		D	565,217	<u>(5)</u>	02/22/2022	Common Stock	56

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Elfman Steven Lawrence 6200 SPRINT PARKWAY OVERLAND PARK, KS 66251			President-Network Operations	

Signatures

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

07/11/2013

Date

__Signature of Reporting Person

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) This includes 555,385 shares and 630,488 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

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"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 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) Options fully vested.
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 definitively determined.
- (3) This option grant is exercisable at the rate of 25% of the number of shares granted on each of the first four anniversaries of the grant date.
- (4) 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.
- (5)

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.