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Embarq COR Form 4	Р											
May 02, 2008	3											
FORM	Л										PPROVAL	
Washington, D.C. 20549								OMB Number:	3235-0287			
Check this if no longe	ar .									Expires:	January 31, 2005	
subject to Section 16	ó .	STATEMENT OF CHANGES IN BENEFICIAL OWNERSH SECURITIES							NERSHIP OF	Estimated average burden hours per		
Form 4 or Form 5		urguant to	Santian 16	$S(a) \circ \mathbf{f}$	tha	Soouriti	oo Ex	rohond	λ at of 1024	response	0.5	
obligation may contin <i>See</i> Instruct 1(b).	s Section 17	7(a) of the		ility Ho	oldi	ng Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40	n		
(Print or Type R	esponses)											
OWENS WILLIAM ARTHUR Symbol			Name and Ticker or Trading					5. Relationship of Reporting Person(s) to Issuer				
æ \			Embarq CORP [EQ]					(Check all applicable)				
(Last)	(First)	(Middle) 3. Date of I (Month/Da			f Earliest Transaction				_X_ Director	10%	o Owner	
5454 W 110TH STREET 04/28/20			-					Officer (give title Other (specify below)				
			endment, Date Original					6. Individual or Joint/Group Filing(Check				
OVERLANI) PARK, KS 6	6211	Filed(Mont	th/Day/Y	ear)					One Reporting Pe More than One Re		
(City)	(State)	(Zip)							Person			
					1-De			ties Aco	quired, Disposed of		-	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any	emed on Date, if /Day/Year)	Code (Instr.	8)	4. Securi nAcquired Disposed (Instr. 3,	l (A) c l of (D 4 and (A) or)) 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)		
Common					V	Amount	(D)	Price				
Stock	04/28/2008			M <u>(1)</u>		1,382	А	\$0	1,382	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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. Transacti Code (Instr. 8)	5. Numl orDerivati Securiti Acquire Dispose (Instr. 3 5)	ve es d (A) or d of (D)	6. Date Exer Expiration D (Month/Day	ate	7. Title and J Underlying S (Instr. 3 and	Securities
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	04/28/2008		М		1,382	(2)	(2)	Common Stock	1,382
Restricted Stock Units	\$ 0	05/01/2008		А	1,879		(3)	(3)	Common Stock	1,879
Restricted Stock Units	\$ 0	05/01/2008		А	5,012		<u>(4)</u>	(4)	Common Stock	5,012

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
OWENS WILLIAM ARTHUR 5454 W 110TH STREET OVERLAND PARK, KS 66211	Х						
Signatures							
Tracy D. Mackey, attorney-in-fact	05.	/02/2008					
**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) Upon vesting of restricted stock units, an equivalent number of shares of Embarq common stock were delivered to the reporting person.
- (2) Under the terms of the RSU, units vested and shares were delivered to reporting person on April 27, 2008, which was a non-business day.
- (3) Units will vest and shares will be delivered to reporting person on May 1, 2009.
- (4) Annual retainer of \$200,000 in RSUs granted to Non-Executive Chairman of the Board. RSUs vest and underlying shares will be delivered to Mr. Owens on May 1, 2009.

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. T>

556,614 Total

Any additional information

This change is the award of Performance Shares under the LTIP and Deferred Shares under the GIS.

Part 4 - Contact details

Name of authorised officers responsible for making this notification on behalf of the entities	Mr R Mallett - BHP Billiton Limited Mrs I Watson - BHP Billiton Plc - BHP Billiton Plc
Contact details	Mr R Mallett Tel: +61 3 9609 3324 Fax: +61 3 9609 4372
	Mrs I Watson Tel: +44 20 7802 4176 Fax: +44 20 7802 3054

BHP Billiton Limited ABN 49 004 028 077
Registered in Australia
Registered Office: Level 27, 180 Lonsdale Street Melbourne
Victoria 3000
Telephone +61 1300 554 757 Facsimile +61 3 9609 3015

BHP Billiton Plc Registration number 3196209 Registered in England and Wales Registered Office: Neathouse Place London SW1V 1BH United Kingdom Telephone +44 20 7802 4000 Facsimile +44 20 7802 4111

The BHP Billiton Group is headquartered in Australia

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

BHP Billiton Limited and BHP Billiton Plc

Date: 11 December 2006

By: Karen Wood

Name: Karen Wood Title: Group Company Secretary