

SPRINT NEXTEL CORP

Form 4

March 30, 2006

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FORSEE GARY D

(Last) (First) (Middle)

2001 EDMUND HALLEY DRIVE

(Street)

RESTON, VA 20191

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
SPRINT NEXTEL CORP [S]

3. Date of Earliest Transaction
(Month/Day/Year)
03/28/2006

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)

CEO & President

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/28/2006		M	114,074	A \$ 11.87	1,305,175	D
Common Stock	03/28/2006		M	104,375	A \$ 8.47	1,409,550	D
Common Stock	03/28/2006		F	86,817 (1)	D \$ 25.78	1,322,733	D
Common Stock	03/28/2006		F	57,195 (2)	D \$ 25.78	1,265,538 (3)	D
Common Stock						15,688	I
							GDF Trust 96

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Common
Stock

348 ⁽⁴⁾

I

By
Issuer's
401(k)

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

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(9-02)

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 Underlying (Instr. 3)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option(right to buy)	\$ 11.87	03/28/2006		M		114,074		03/19/2003 ⁽⁵⁾	03/19/2013	Common Stock
Non-Qualified Stock Option(right to buy)	\$ 8.47	03/28/2006		M		104,375		03/19/2003 ⁽⁵⁾	03/19/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 25.78	03/28/2006		A		64,744		03/28/2007 ⁽⁶⁾	03/19/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 25.78	03/28/2006		A		79,268		03/28/2007 ⁽⁶⁾	03/19/2013	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FORSEE GARY D 2001 EDMUND HALLEY DRIVE RESTON, VA 20191	X		CEO & President	

Signatures

/s/ Richard Montfort
Attorney-in-Fact

03/30/2006

__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) Shares withheld by Registrant to satisfy option exercise price.
- (2) Shares withheld by Registrant to satisfy minimum statutory withholding requirements on exercise of options.
- (3) Includes 916,036 shares of restricted stock or share units, which are subject to forfeiture until they vest.
- (4) Represents units representing ownership interests in the stock fund of the issuer under the Sprint Nextel 401(k) plan.
- (5) These options become exercisable at the rate of 25% of the number of shares granted on each of the first four anniversaries of the grant date.
- (6) These options vest 100% on 3/28/2007.

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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