SPRINT Corp Form 4 July 18, 2013

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

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

Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per

Form 4 or Form 5 obligations 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

response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** BETHUNE GORDON M			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			SPRINT Corp [S]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	X Director 10% Owner		
6200 SPRINT PARKWAY			07/17/2013	Officer (give title Other (specify below)		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
				X Form filed by One Reporting Person		
OVERLAND PARK, KS 66251				Form filed by More than One Reporting Person		
(City)	(State)	(Zip)				

(City)	(State) (A	Table	e I - Non-Do	erivative Securit	ies Acq	juired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securities Acon(A) or Disposed		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)		any	Code	(D)		Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5	5)	Owned	Indirect (I)	Ownership
						Following	(Instr. 4)	(Instr. 4)
				(4)		Reported		
				(A)		Transaction(s)		
			Code V	Amount (D)	Price	(Instr. 3 and 4)		
				00.700				

Common Stock 07/17/2013 A $\frac{89,726}{(1)}$ A $\frac{(1)}{(1)}$ 109,440 $\frac{(2)}{(2)}$ 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.

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)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerc Expiration D (Month/Day/	ate	7. Title and A Underlying S (Instr. 3 and 4	Securities	8. Pr Deri Secu (Inst
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Share Unit DDFP	\$ 0	07/17/2013	A	11,171 (3)	(3)	(3)	Common Stock	11,171	

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 8	Director	10% Owner	Officer	Other		
BETHUNE GORDON M 6200 SPRINT PARKWAY OVERLAND PARK, KS 66251	X					

Signatures

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

07/18/2013

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).
- These restricted stock units were acquired in connection with the merger (the "Merger") of Sprint Nextel Corporation ("Old Sprint") with
- (1) and into a wholly owned subsidiary of Sprint Corporation (the "Issuer'). The Issuer restricted stock units were acquired in exchange for Old Sprint restricted stock units based on a conversion formula that was dependent on the trading prices of common stock of the Issuer for five days following the effective time of the Merger.
- (2) Includes 16,750 restricted stock units which are subject to forfeiture until they vest.
- (3) These share units were acquired in connection with the Merger. The Issuer share units were acquired in exchange for Old Sprint share units based on a conversion formula that was dependent on the trading prices of common stock of the Issuer for the Reference Period.

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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