

KENNEDY LEONARD J
Form 4
August 19, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KENNEDY LEONARD J

(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)
08/17/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
General Counsel

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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)
			Code	V	Amount	Price	
Common Stock	08/17/2005		M		97,500	A \$ 17.79	158,083 D
Common Stock	08/17/2005		M		31,200	A \$ 17.16	189,283 D
Common Stock	08/17/2005		M		6,500	A \$ 13.35	195,783 D
Common Stock	08/17/2005		M		4,800	A \$ 6.65	200,583 D
Common Stock	08/17/2005		M		4,800	A \$ 8.24	205,383 D

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Common Stock	08/17/2005	M	14,500	A	\$ 3.86	219,883	D
Common Stock	08/17/2005	M	24,000	A	\$ 4.12	243,883	D
Common Stock	08/17/2005	M	27,200	A	\$ 9.47	271,083	D
Common Stock	08/17/2005	M	2,000	A	\$ 11.53	273,083	D
Common Stock	08/17/2005	S	250,086	D	\$ 26.366	22,997 ⁽¹⁾	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 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 and Amount of Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option(right to buy)	\$ 17.79	08/17/2005		M	97,500	<u>(2)</u>	01/02/2011	Common Stock	97,500
Non-Qualified Stock Option(right to buy)	\$ 17.16	08/17/2005		M	31,200	<u>(2)</u>	02/20/2011	Common Stock	31,200
Non-Qualified Stock Option(right to buy)	\$ 13.35	08/17/2005		M	6,500	<u>(2)</u>	07/27/2011	Common Stock	6,500
Non-Qualified Stock Option(right to buy)	\$ 6.65	08/17/2005		M	4,800	<u>(3)</u>	09/28/2011	Common Stock	4,800

Non-Qualified Stock Option(right to buy)	\$ 8.24	08/17/2005	M	4,800	(3)	11/30/2011	Common Stock	4,800
Non-Qualified Stock Option(right to buy)	\$ 3.86	08/17/2005	M	14,500	(4)	02/13/2012	Common Stock	14,500
Non-Qualified Stock Option(right to buy)	\$ 4.12	08/17/2005	M	24,000	(3)	04/23/2012	Common Stock	24,000
Non-Qualified Stock Option(right to buy)	\$ 9.47	08/17/2005	M	27,200	(3)	02/13/2013	Common Stock	27,200
Non-Qualified Stock Option(right to buy)	\$ 11.53	08/17/2005	M	2,000	(3)	05/30/2013	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KENNEDY LEONARD J 2001 EDMUND HALLEY DRIVE RESTON, VA 20191			General Counsel	

Signatures

/s/ Richard Montfort
Attorney-in-Fact

08/19/2005

**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) Includes 19,500 deferred shares and 10 share units, which are subject to forfeiture until they vest.

(2) Options fully vested.

(3) Vesting of options takes place over four years on a montly basis from the date of grant.

(4) 25% of options vested immediately and the remaining 75% vest monthly over four years from the date of grant.

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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