

KENNEDY LEONARD J  
 Form 4  
 August 19, 2005

**FORM 4**

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

OMB APPROVAL

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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  
 Officer (give title below)  Other (specify below)  
 General Counsel

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | 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 <sup>(1)</sup> | D |

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 and Amount of Underlying Security (Instr. 3 and 4) | 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<br>2001 EDMUND HALLEY DRIVE<br>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.

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