

SPRINT Corp
Form 4
September 02, 2015

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 *
ROBBIATI TAREK

(Last) (First) (Middle)
6200 SPRINT PARKWAY
(Street)

OVERLAND PARK, KS 66251

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SPRINT Corp [S]

3. Date of Earliest Transaction (Month/Day/Year)
08/31/2015

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)
Chief Financial Officer

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	08/31/2015		A	(A) or (D) A	Amount 144,578 (1) Price \$ 0 (2) 144,578	D	
Common Stock	08/31/2015		A	(A) or (D) A	Amount 72,289 (3) Price \$ 0 (2) 216,867	D	
Common Stock	08/31/2015		A	(A) or (D) A	Amount 520,000 (4) Price \$ 0 (2) 736,867	D	
Common Stock	08/31/2015		A	(A) or (D) A	Amount 1,250,000 (5) Price \$ 0 (2) 1,986,867 (6)	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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 5.06	08/31/2015		A	300,000	(7) 08/31/2025	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROBBIATI TAREK 6200 SPRINT PARKWAY OVERLAND PARK, KS 66251			Chief Financial Officer	

Signatures

/s/ Timothy P. O'Grady
Attorney-in-Fact
Date: 09/02/2015

**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 are subject to performance-based vesting conditions based on the company's actual results compared to financial objectives established under the long-term incentive compensation plan, and vest 100% on May 20, 2018, subject to achievement of the performance-based vesting conditions.
- (1) These restricted stock units are subject to performance-based vesting conditions based on the company's actual results compared to financial objectives established under the long-term incentive compensation plan, and vest 100% on May 20, 2018, subject to achievement of the performance-based vesting conditions.
 - (2) These restricted stock units are issued under Sprint Corporation's 2015 Omnibus Incentive Plan. Each unit represents the right to receive one share of the underlying security at a date in the future.
 - (3) These restricted stock units vest 100% on May 20, 2018.
 - (4) These restricted stock units vest 100% on August 31, 2017.
- These restricted stock units are subject to achievement of specified Company common stock prices during the period June 1, 2015 through May 31, 2019 (the "Performance Period") and, if achievement is met, vest 50% on August 31, 2019 and 50% on August 31, 2020. Achievement varies from 0% to 120%, and in order to earn 100%, the volume-weighted average price over any consecutive 150-calendar days during the Performance Period must be at least \$8.00.
- (5) Achievement varies from 0% to 120%, and in order to earn 100%, the volume-weighted average price over any consecutive 150-calendar days during the Performance Period must be at least \$8.00.

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(6) Includes 1,986,867 restricted stock units which are subject to forfeiture until they vest.

(7) Stock options vest 33 1/3% on each of May 20, 2016, May 20, 2017 and May 20, 2018.

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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