

# SECURITIES AND EXCHANGE COMMISSION

## FORM S-8 POS

Post-effective amendment to a S-8 registration statement

Filing Date: **2004-05-18**  
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### FILER

#### **SPRINT CORP**

CIK: **101830** | IRS No.: **480457967** | State of Incorporation: **KS** | Fiscal Year End: **1231**  
Type: **S-8 POS** | Act: **33** | File No.: **333-86458** | Film No.: **04815562**  
SIC: **4813** Telephone communications (no radiotelephone)

Mailing Address  
*PO BOX 11315*  
*KANSAS CITY MO 64112*

Business Address  
*PO BOX 11315*  
*KANSAS CITY MO 64112*  
*9136243000*

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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POST-EFFECTIVE AMENDMENT NO. 1  
TO  
Form S-8  
REGISTRATION STATEMENT  
Under  
THE SECURITIES ACT OF 1933

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SPRINT CORPORATION  
(Exact name of registrant as specified in its charter)

Kansas	48-0457967
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

Post Office Box 7997, Shawnee Mission, Kansas 66207-0997  
(Address of principal executive offices)

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SPRINT RETIREMENT SAVINGS PLAN  
AND  
SPRINT RETIREMENT SAVINGS PLAN FOR BARGAINING UNIT EMPLOYEES  
(Full title of the Plans)

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CLAUDIA S. TOUSSAINT  
Vice President, Corporate Governance and Ethics, and Corporate Secretary  
P.O. Box 7997  
Shawnee Mission, Kansas 66207-0997  
(Name and address of agent for service)

Telephone number, including area code, of agent for service:  
(913) 794-1513

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This Registration Statement as originally filed related to the offering of 6,200,000 shares of FON Common Stock and 10,400,000 shares of PCS Common Stock issuable under the Sprint Retirement Savings Plan and the Sprint Retirement Savings Plan for Bargaining Unit Employees.

On February 28, 2004, Sprint's board of directors approved the recombination of the PCS Common Stock and the FON Common Stock, effective on April 23, 2004 (the "Conversion Date"). All of the shares of FON Common Stock covered by this Registration Statement have been issued. 8,074,528 shares of PCS Common Stock were issued before the Conversion Date, leaving 2,325,472 shares of PCS Common Stock. Following the recombination of the PCS Common Stock and the FON Common Stock, no shares of PCS Common Stock may be issued. Accordingly, the purpose of this Post-Effective Amendment No. 1 is to deregister the remaining 2,325,472 shares of PCS Common Stock covered by this Registration Statement.

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PART II. INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 8. Exhibits.

Exhibit  
Number Exhibits

24. Power of Attorney.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Overland Park, State of Kansas, on the 18th day of May, 2004.

SPRINT CORPORATION

By /s/ Claudia S. Toussaint  
(Claudia S. Toussaint, Vice President)

Pursuant to the requirements of the Securities Act of 1933, this Amendment to the Registration Statement has been signed by the following persons in the capacities and on the date indicated.

Name	Title	Date
G. D. FORSEE*	Chairman of the Board and	)
	Chief Executive Officer	)
	(Principal Executive	)
	Officer)	)
	)	)
ROBERT J. DELLINGER*	Executive Vice President	)
	- Chief Financial Officer	)
	(Principal Financial	)
	Officer)	)



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\* Signed by Claudia S. Toussaint,  
Attorney-in-Fact, pursuant to  
Power of Attorney filed with  
this Amendment to the Registration  
Statement No. 333-86458.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Employee Benefits Committee has duly caused this Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Overland Park, State of Kansas, on the 18th day of May, 2004.

SPRINT RETIREMENT SAVINGS PLAN

By: /s/ E. J. Holland, Jr.  
E.J. Holland, Jr.  
Employee Benefits Committee Co-Chairperson

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Employee Benefits Committee has duly caused this Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Overland Park, State of Kansas, on the 18th day of May, 2004.

SPRINT RETIREMENT SAVINGS PLAN FOR  
BARGAINING UNIT EMPLOYEES

By: /s/ E. J. Holland, Jr.  
E.J. Holland, Jr.  
Employee Benefits Committee Co-Chairperson

EXHIBIT INDEX

Exhibit Number	Exhibits
24.	Power of Attorney.

## POWER OF ATTORNEY

We, the undersigned officers and directors of Sprint Corporation, hereby severally constitute G. D. Forsee, L. J. Lauer, R. J. Dellinger, T. A. Gerke and C. S. Toussaint, and each of them singly, our true and lawful attorneys with full power of substitution and re-substitution, to sign for us and in our names in the capacities indicated below any and all amendments to the Registration Statements listed below, and generally to do all such things in our name and behalf in our capacities as officers and directors to enable Sprint Corporation to comply with the provisions of the Securities Act of 1933, as amended, and all requirements of the Securities and Exchange Commission, hereby ratifying and confirming our signatures as they may be signed by our said attorneys, or any of them, to any and all amendments to said Registration Statements.

Registration No.	Subject Matter or Title
Form S-3 No. 333-65402	Debt Securities, Guarantees, Convertible Subordinated Debt Securities, Preferred Stock, PCS Common Stock, Series 1, Stock Purchase Contracts and Equity Units (Equity Unit Notes)
Form S-3 No. 333-67104	Debt Securities, Guarantees, Convertible Subordinated Debt Securities, Preferred Stock, PCS Common Stock, Series 1, Stock Purchase Contracts and Equity Units (Equity Unit Notes)
Form S-3 No. 33-58488	Sprint Corporation - Automatic Dividend Reinvestment Plan
Form S-8 No. 333-106086	Sprint Retirement Savings Plan and Sprint Retirement Savings Plan for Bargaining Unit Employees
Form S-8 No. 333-105244	Sprint Corporation - 1988 Employees Stock Purchase Plan
Form S-8 No. 333-103691	Sprint Corporation - 1990 Stock Option Plan
Form S-8 No. 333-103689	Sprint Corporation - 1990 Restricted Stock Plan
Form S-8 No.	Sprint Retirement Savings Plan and Sprint



333-86458	Retirement Savings Plan for Bargaining Unit Employees
Form S-8 No. 333-75664	Sprint Corporation - Management Incentive Stock Option Plan
Form S-8 No. 333-61462	Sprint Corporation - 1988 Employees Stock Purchase Plan
Form S-8 No. 333-59124	Sprint Corporation - 1990 Stock Option Plan
Form S-8 No. 333-56938	Sprint Corporation - Management Incentive Stock Option Plan
Form S-8 No. 333-54108	Sprint Corporation - 1990 Stock Option Plan
Form S-8 No. 333-92809	Sprint Corporation - Management Incentive Stock Option Plan
Form S-8 No. 333-76783	Sprint Corporation - Management Incentive Stock Option Plan
Form S-8 No. 333-76755	Sprint Corporation - 1988 Employees Stock Purchase Plan
Form S-8 No. 333-68739	Sprint Corporation - 1990 Stock Option Plan
Form S-8 No. 333-68737	Sprint Corporation - Management Incentive Stock Option Plan
Form S-8 No. 2-97322	Sprint Corporation - 1985 Stock Option Plan
Form S-8 No. 33-38761	Sprint Retirement Savings Plan for Bargaining Unit Employees
Form S-8 No. 333-42077	Sprint Corporation - Management Incentive Stock Option Plan
Form S-8 No. 33-53695	Sprint Corporation - 1988 Employees Stock Purchase Plan
Form S-8 No. 33-65149	Sprint Corporation - Management Incentive Stock Option Plan
Form S-8 No.	Outside Directors' Stock Options under the Sprint



/s/ C. E. Rice ) February 10, 2004  
(C. E. Rice) Director )  
)  
/s/ Louis W. Smith )  
(Louis W. Smith) Director )  
)  
/s/ Gerald L. Storch )  
(Gerald L. Storch) Director )  
)  
/s/ Stewart Turley )  
(Stewart Turley) Director )  
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