

SPRINT NEXTEL CORP  
Form DEFA14A  
April 06, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the**

**Securities Exchange Act of 1934**

**(Amendment No. )**

Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

**SPRINT NEXTEL CORPORATION**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

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(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

.. Fee paid previously with preliminary materials.

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(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:



**\*\*\* Exercise Your *Right* to Vote \*\*\***

**Important Notice Regarding the Availability of Proxy Materials for the  
Shareholder Meeting to Be Held on May 15, 2012.**

**SPRINT NEXTEL CORPORATION**

*SPRINT NEXTEL CORPORATION*

*6200 SPRINT PARKWAY*

*OVERLAND PARK, KS 66251*

**Meeting Information**

**Meeting Type:** Annual Meeting  
**For holders as of:** March 16, 2012

**Date:** May 15, 2012      **Time:** 10:00 a.m. Central time

**Location:** Sheraton Overland Park Hotel  
6100 College Boulevard  
Overland Park, Kansas

Directions to the meeting can be viewed at

[www.sprint.com/investors/shareholders/annualmeeting](http://www.sprint.com/investors/shareholders/annualmeeting).

You are receiving this communication because you hold shares in the above named company.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at [www.proxyvote.com](http://www.proxyvote.com) or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

**See the reverse side of this notice to obtain proxy materials and voting instructions.**

**Before You Vote**

How to Access the Proxy Materials

**Proxy Materials Available to VIEW or RECEIVE:**

NOTICE AND PROXY STATEMENT      FORM 10-K (ANNUAL REPORT)

**How to View Online:**

Have the information that is printed in the box marked by the arrow (located on the following page) and visit: [www.proxyvote.com](http://www.proxyvote.com).

**How to Request and Receive a PAPER or E-MAIL Copy:**

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. You may also request to receive paper or e-mail copies of materials for all future meetings. Please choose one of the following methods to make your current or future delivery request:

- 1) *BY INTERNET*:      [www.proxyvote.com](http://www.proxyvote.com)
- 2) *BY TELEPHONE*:    1-800-579-1639
- 3) *BY E-MAIL\**:      [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com)

\* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before May 1, 2012 to facilitate timely delivery.

**How To Vote**

Please Choose One of the Following Voting Methods

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**Vote In Person:** Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

**Vote By Internet:** To vote now by Internet, go to [www.proxyvote.com](http://www.proxyvote.com). Have the information that is printed in the box marked by the arrow (located on the following page) available and follow the instructions.

**Vote By Mail:** You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

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**Voting Items**

**The Board of Directors recommends you vote FOR the following proposals:**

1. Election of Directors

**Nominees:**

1a. Robert R. Bennett

1b. Gordon M. Bethune

1c. Larry C. Glasscock

1d. James H. Hance, Jr.

1e. Daniel R. Hesse

1f. V. Janet Hill

1g. Frank Ianna

1h. Sven-Christer Nilsson

1i. William R. Nuti

1j. Rodney O. Neal

2. To ratify the appointment of KPMG LLP as the independent registered public accounting firm of Sprint Nextel for 2012.

3. Advisory approval of the Company's executive compensation.

4. To approve an amendment to Sprint's Articles of Incorporation to opt-out of the business combination statute.

5. To approve an amendment to Sprint's Articles of Incorporation to eliminate the business combination provision in Article SEVENTH.

6. To approve the material terms of performance objectives under 2007 Omnibus Incentive Plan.

**The Board of Directors recommends you vote**

**AGAINST the following proposals:**

7. To vote on a shareholder proposal to adopt a bonus deferral policy.

8. To vote on a shareholder proposal concerning

political contributions.

9. To vote on a shareholder proposal concerning  
net neutrality.

**NOTE:** The proxy holder(s) will vote in their discretion  
on any other business as may properly come before  
the meeting or any adjournment thereof.

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