

Embarq CORP  
Form 425  
November 17, 2008

Filed  
by  
EMBARQ  
CORP  
Pursuant

to  
Rule  
425  
under  
the  
Securities  
Act  
of  
1933  
and  
deemed  
filed  
pursuant  
to  
Rule  
14a-12  
under  
the  
Securities  
Exchange  
Act  
of  
1934  
Subject  
Company:  
EMBARQ  
CORP  
Commission  
File  
No.:  
001-32732



CenturyTel EMBARQ  
INDIANA

CenturyTel EMBARQ  
INDIANA

CenturyTel-EMBARQ IOWA

CenturyTel-EMBARQ IOWA

CenturyTel EMBARQ  
MISSOURI



CenturyTel EMBARQ  
MISSOURI

CenturyTel EMBARQ  
MINNESOTA

CenturyTel EMBARQ  
MINNESOTA

CenturyTel EMBARQ NEVADA

CenturyTel EMBARQ OHIO

CenturyTel EMBARQ NORTH CAROLINA

CenturyTel EMBARQ OREGON

CenturyTel EMBARQ TENNESSEE



CenturyTel EMBARQ TENNESSEE

CenturyTel EMBARQ TEXAS

CenturyTel EMBARQ TEXAS

CenturyTel EMBARQ WASHINGTON

CenturyTel EMBARQ WYOMING

Important  
Information  
for  
Investors  
and  
Stockholders  
In

connection  
with  
the  
proposed  
transaction,  
CenturyTel,  
Inc.  
( CenturyTel )  
will  
file  
with  
the  
SEC  
a  
registration  
statement  
on  
Form  
S-4  
that  
will  
include  
a  
joint  
proxy  
statement  
of  
CenturyTel  
and  
Embarq  
Corporation  
( Embarq )  
that  
also  
constitute  
a  
prospectus  
of  
CenturyTel,  
and  
will  
be  
sent  
to  
the  
shareholders  
of  
Embarq.  
Investors  
and

security  
holders  
are  
urged  
to  
read  
the  
joint  
proxy  
statement/prospectus  
and  
any  
other  
relevant  
documents  
filed  
with  
the  
SEC  
when  
they  
become  
available,  
because  
they  
will  
contain  
important  
information  
about  
Embarq,  
CenturyTel  
and  
the  
proposed  
transaction.  
The  
joint  
proxy  
statement/prospectus  
and  
other  
documents  
relating  
to  
the  
proposed  
transaction  
(when  
they



are  
available)  
can  
be  
obtained  
free  
of  
charge  
from  
the  
SEC's  
website  
at  
[www.sec.gov](http://www.sec.gov).

These  
documents  
(when  
they  
are  
available)  
can  
also  
be  
obtained  
free  
of  
charge  
from  
Embarq  
upon  
written  
request  
to  
Embarq  
Shareholder  
Relations,  
5454  
W.  
110th  
Street  
Overland  
Park,  
Kansas  
66211  
or  
by  
calling  
(866)  
591-1964,  
or

from  
CenturyTel,  
upon  
written  
request  
to  
CenturyTel,  
100  
CenturyTel  
Drive,  
Monroe,  
Louisiana,  
71203  
Attention:  
Corporate  
Secretary.  
Embarq,  
CenturyTel  
and  
certain  
of  
their  
respective  
directors  
and  
executive  
officers  
may  
be  
deemed  
to  
be  
participants  
in  
the  
solicitation  
of  
proxies  
from  
shareholders  
in  
connection  
with  
the  
proposed  
transaction  
under  
the  
rules  
of

the  
SEC.  
Information  
about  
the  
directors  
and  
executive  
officers  
of  
Embarq  
may  
be  
found  
in  
its  
2007  
Annual  
Report  
on  
Form  
10-K  
filed  
with  
the  
SEC  
on  
February  
29,  
2008  
and  
in  
its  
definitive  
proxy  
statement  
relating  
to  
its  
2008  
Annual  
Meeting  
of  
Shareholders  
filed  
with  
the  
SEC  
on  
March

17,  
2008.  
Information  
about  
the  
the  
directors  
and  
executive  
officers  
of  
CenturyTel  
may  
be  
found  
in  
its  
2007  
Annual  
Report  
on  
Form  
10-K  
filed  
with  
the  
SEC  
on  
February  
29,  
2008  
and  
definitive  
proxy  
statement  
relating  
to  
its  
2008  
Annual  
Meeting  
of  
Shareholders  
filed  
with  
the  
SEC  
on  
March  
27,  
2008.

These documents can be obtained free of charge from the sources indicated above. Additional information regarding the interests of these participants will also be included in the joint proxy statement/prospectus regarding the proposed transaction when it becomes available. This communication shall not constitute an offer to sell or the solicitation

of  
an  
offer  
to  
sell  
or  
the  
solicitation  
of  
an  
offer  
to  
buy  
any  
securities,  
nor  
shall  
there  
be  
any  
sale  
of  
securities  
in  
any  
jurisdiction  
in  
which  
such  
offer,  
solicitation  
or  
sale  
would  
be  
unlawful  
prior  
to  
registration  
or  
qualification  
under  
the  
securities  
laws  
of  
any  
such  
jurisdiction.  
No

offer  
of  
securities  
shall  
be  
made  
except  
by  
means  
of  
a  
prospectus  
meeting  
the  
requirements  
of  
Section  
10  
of  
the  
Securities  
Act  
of  
1933,  
as  
amended.