

AGERE SYSTEMS INC

Form 3

October 31, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â O Hare Joseph M

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

10/20/2005

3. Issuer Name **and** Ticker or Trading Symbol
AGERE SYSTEMS INC [AGR]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

1110 AMERICAN PARKWAY
NE

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other
(give title below) (specify below)

EVP & GM, Storage

6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

ALLENTOWN,Â PAÂ 18109

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities Beneficially Owned
(Instr. 4)3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

1,458

D

Â

Common Stock

4,751

I

by 401(k) plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and Expiration Date
(Month/Day/Year)3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Options (Right to buy)	11/01/2003 ⁽¹⁾	10/31/2009	Common Stock	26,323	\$ 9.95	D	Â
Stock Options (Right to buy)	08/02/2005 ⁽²⁾	08/01/2011	Common Stock	10,000	\$ 12	D	Â
Stock Options (Right to buy)	12/01/2005 ⁽³⁾	11/30/2011	Common Stock	60,000	\$ 13.8	D	Â
Stock Options (Right to buy)	12/01/2004 ⁽⁴⁾	11/30/2010	Common Stock	35,000	\$ 35.45	D	Â
Stock Options (Right to buy)	09/04/2002 ⁽⁵⁾	09/03/2008	Common Stock	15,000	\$ 51.45	D	Â
Stock Options (Right to buy)	08/01/2002 ⁽⁶⁾	07/31/2008	Common Stock	4,375	\$ 55.95	D	Â
Stock Options (Right to buy)	08/01/2002 ⁽⁶⁾	07/31/2008	Common Stock	4,375	\$ 55.95	D	Â
Stock Options (Right to buy)	08/01/2002 ⁽⁶⁾	07/31/2008	Common Stock	3,937	\$ 55.95	D	Â
Stock Options (Right to buy)	03/27/2002 ⁽⁷⁾	03/26/2008	Common Stock	12,500	\$ 60	D	Â
Stock Options (Right to buy)	10/19/2005 ⁽⁸⁾	02/28/2011	Common Stock	1,121	\$ 77.448	D	Â
Stock Options (Right to buy)	10/19/2005 ⁽⁸⁾	01/01/2006	Common Stock	3,738	\$ 91.125	D	Â
Stock Options (Right to buy)	10/19/2005 ⁽⁸⁾	02/15/2010	Common Stock	752	\$ 350.031	D	Â
Stock Options (Right to buy)	10/19/2005 ⁽⁸⁾	01/31/2009	Common Stock	7,530	\$ 371.713	D	Â
Stock Options (Right to buy)	10/19/2005 ⁽⁸⁾	05/31/2010	Common Stock	1,506	\$ 391.944	D	Â
Stock Options (Right to buy)	10/19/2005 ⁽⁸⁾	09/30/2009	Common Stock	752	\$ 420.369	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
O Hare Joseph M 1110 AMERICAN PARKWAY NE ALLENTOWN,Â PAÂ 18109	Â	Â	Â EVP & GM, Storage	Â

Signatures

Joseph M.
O'Hare

10/31/2005

 Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) 1/4 of this option vests on November 1, 2003; 1/48th of this option vests monthly for the remaining three years of the vesting period.
- (2) 1/4 of this option vests on August 2, 2005; 1/48th of this option vests monthly for the remaining three years of the vesting period.
- (3) 1/4 of this option vests on December 1, 2005; 1/48th of this option vests monthly for the remaining three years of the vesting period.
- (4) 1/4 of this option vests on December 1, 2004; 1/48th of this option vests monthly for the remaining three years of the vesting period.
- (5) 1/4 of this option vests on September 4, 2002; 1/48th of this option vests monthly for the remaining three years of the vesting period.
- (6) 1/4 of this option vests on August 1, 2002; 1/48th of this option vests monthly for the remaining three years of the vesting period.
- (7) 1/4 of this option vests on March 27, 2002; 1/48th of this option vests monthly for the remaining three years of the vesting period.
- (8) This option was fully vested as of this date.

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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