

Spansion Inc.  
Form 8-K  
September 27, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(D) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): September 21, 2007**

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**SPANSION INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**000-51666**  
(Commission File No.)

**20-3898239**  
(I.R.S. Employer

Identification Number)

**915 DeGuigne Drive**

**P.O. Box 3453**

**Sunnyvale, California 94088-3453**

(Address of Principal Executive Offices) (Zip Code)

**Registrant's telephone number, including area code: (408) 962-2500**

N/A

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(Former name or former address, if changed since last report.)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangement of Certain Officers**

(b) On September 21, 2007, Sylvia Summers gave notice of her resignation as Executive Vice President, Consumer, Set-top Box, and Industrial Division ( CSID ) of Spansion Inc. (the Company ), effective September 28, 2007.

**Item 8.01 Other Events**

On September 26, 2007, the Company announced that it appointed Thomas T. Eby as the Company s Executive Vice President, CSID, effective October 1, 2007. He will oversee all marketing, product and platform engineering, infrastructure development and program management functions for CSID.

On September 26, 2007, the Company announced that it appointed Jeffrey W. Davis as the Company s Executive Vice President, Sales and Marketing, effective October 1, 2007. He will be responsible for corporate and strategic marketing, corporate communications, regional marketing, business development, systems engineering, sales, sales operations and field applications engineering.

A copy of the press release announcing the appointments of Messrs. Eby and Davis is attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release dated September 26, 2007.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SPANSION INC.  
(Registrant)

Date: September 26, 2007

By: /s/ Robert C. Melendres  
Name: Robert C. Melendres  
Title: Executive Vice President, Chief Legal Officer and  
Corporate Development

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release dated September 26, 2007.

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