

CLEMMER RICHARD L
Form 4
April 04, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
CLEMMER RICHARD L

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1110 AMERICAN PARKWAY NE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/02/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

ALLENTOWN, PA 18109

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

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

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount (D) or Price		
Common Stock	04/02/2007		D		26,647 (1) \$ 0 0	D	
Common Stock	04/02/2007		D		2,000 (1) \$ 0 0	I	as UTMA custodian for son
Common Stock	04/02/2007		D		719 (2) \$ 0 0	I	by 401(k) plan

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am Nun Sha
Restricted Stock Unit	\$ 1 ⁽³⁾	04/02/2007		D	100,000	10/30/2006 ⁽⁵⁾	10/30/2009	Common Stock	10
Restricted Stock Unit	\$ 1 ⁽³⁾	04/02/2007		D	125,000	10/30/2009 ⁽⁶⁾	10/30/2009	Common Stock	12
Restricted Stock Unit	\$ 1 ⁽³⁾	04/02/2007		D	127,000	12/01/2010 ⁽⁷⁾	12/01/2010	Common Stock	12
Stock Options (Right to buy)	\$ 9.75	04/02/2007		D	5,000	10/17/2003	10/16/2009	Common Stock	5
Stock Options (Right to buy)	\$ 9.845	04/02/2007		D	500,000	10/30/2006 ⁽⁹⁾	10/29/2012	Common Stock	50
Stock Options (Right to buy)	\$ 13.8	04/02/2007		D	3,000	12/01/2005	11/30/2011	Common Stock	3
Stock Options (Right to buy)	\$ 15.8	04/02/2007		D	3,000	02/20/2004	02/19/2010	Common Stock	3
Stock Options (Right to buy)	\$ 19.64	04/02/2007		D	260,000	12/01/2007 ⁽¹⁰⁾	11/30/2013	Common Stock	26
Stock Options (Right to buy)	\$ 39.25	04/02/2007		D	3,000	02/19/2005	02/18/2011	Common Stock	3

