

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 Seraphin Luc

(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)

KINGSWOOD, KINGS RIDE

(Street)

(Check all applicable)

____ Director ____ 10% Owner

☒ Officer ____ Other

(give title below) (specify below)

EVP-GM, Mobility

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person

____ Form filed by More than One
Reporting Person

ASCOT BERKSÂ SL5 8AD

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. 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

600

D

Â

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect

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

Date Exercisable Expiration
Date

Title Amount or
Number of

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				Shares		(I) (Instr. 5)	
Stock Options (Right to buy)	11/01/2003 ⁽¹⁾	10/31/2009	Common Stock	40,000	\$ 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	27,500	\$ 35.45	D	Â
Stock Options (Right to buy)	08/01/2002 ⁽⁵⁾	07/31/2008	Common Stock	8,750	\$ 55.95	D	Â
Stock Options (Right to buy)	08/01/2002 ⁽⁵⁾	07/31/2008	Common Stock	8,750	\$ 55.95	D	Â
Stock Options (Right to buy)	08/01/2002 ⁽⁵⁾	07/31/2008	Common Stock	5,152	\$ 55.95	D	Â
Stock Options (Right to buy)	03/27/2002 ⁽⁶⁾	03/26/2008	Common Stock	25,000	\$ 60	D	Â
Stock Options (Right to buy)	06/03/2003 ⁽⁷⁾	04/01/2011	Common Stock	1,345	\$ 61.798	D	Â
Stock Options (Right to buy)	06/03/2003 ⁽⁷⁾	09/30/2006	Common Stock	59	\$ 74.51	D	Â
Stock Options (Right to buy)	06/03/2003 ⁽⁷⁾	11/30/2008	Common Stock	7,476	\$ 107.218	D	Â
Stock Options (Right to buy)	06/03/2003 ⁽⁷⁾	10/24/2009	Common Stock	672	\$ 107.218	D	Â
Stock Options (Right to buy)	06/03/2003 ⁽⁷⁾	09/01/2007	Common Stock	1,196	\$ 132.507	D	Â
Stock Options (Right to buy)	06/03/2003 ⁽⁷⁾	10/31/2010	Common Stock	49	\$ 155.08	D	Â
Stock Options (Right to buy)	06/03/2003 ⁽⁷⁾	09/30/2008	Common Stock	598	\$ 221.542	D	Â
Stock Options (Right to buy)	06/03/2003 ⁽⁷⁾	08/31/2008	Common Stock	29	\$ 249.758	D	Â
Stock Options (Right to buy)	06/03/2003 ⁽⁷⁾	04/30/2008	Common Stock	598	\$ 252.998	D	Â
Stock Options (Right to buy)	06/03/2003 ⁽⁷⁾	08/30/2006	Common Stock	4,518	\$ 281.976	D	Â
Stock Options (Right to buy)	06/03/2003 ⁽⁷⁾	05/31/2010	Common Stock	4,518	\$ 391.944	D	Â
	06/03/2003 ⁽⁷⁾	10/24/2009		2,108	\$ 515.607	D	Â

Stock Options (Right to
buy)

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Seraphin Luc KINGSWOOD, KINGS RIDE ASCOT BERKS SL5 8AD	Â	Â	Â EVP-GM, Mobility	Â

Signatures

Luc Seraphin 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 August 1, 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 March 27, 2002; 1/48th of this option vests monthly for the remaining three years of the vesting period.
- (7) This option fully vests on June 3, 2003.

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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