## LUCENT TECHNOLOGIES INC

Form 4
November 30, 2006

FORM 4

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

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


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 1474
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. <br> Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed <br> Execution Date, if any (Month/Day/Year) | 4. <br> Transact <br> Code <br> (Instr. 8) | 5. N <br> Deri <br> Secu <br> Acqu <br> Dispo <br> (Instr | mber of ative ities ired (A) or osed of (D) 3,4 , and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |  | 7. Title and Amou Underlying Securi (Instr. 3 and 4) |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  | Code | (A) | (D) | Date <br> Exercisable | Expiration Date | Title | Amo <br> Num <br> Shar |
| Employee Stock Options (Right to buy) | \$ 1.42 | 11/30/2006 |  | D |  | 650,000 | 11/30/2006 | 12/15/2009 | Common Stock | 65 |
| Employee Stock Options (Right to buy) | \$ 1.78 | 11/30/2006 |  | D |  | 1,305,862 | 11/30/2006 | 11/24/2007 | Common Stock | 1,30 |
| Employee <br> Stock <br> Options <br> (Right to buy) | \$ 2.42 | 11/30/2006 |  | D |  | 607,500 | (3) | 10/31/2013 | Common Stock | 60 |
| Employee Stock Options (Right to buy) | \$ 2.82 | 11/30/2006 |  | D |  | 647,500 | (4) | 11/30/2012 | Common Stock | 64 |
| Employee <br> Stock <br> Options <br> (Right to buy) | \$ 3.21 | 11/30/2006 |  | D |  | 650,000 | (5) | 11/30/2010 | Common Stock | 65 |
| Employee Stock Options (Right to buy) | \$ 3.955 | 11/30/2006 |  | D |  | 762,500 | (6) | 11/30/2011 | Common Stock | 76 |

## Reporting Owners

## Relationships

Other
DAVIDSON JANET
600 MOUNTAIN AVENUE
MURRAY HILL, NJ 07974

## Edgar Filing: LUCENT TECHNOLOGIES INC - Form 4

## Signatures

Janet G. Davidson, by William R. Carapezzi, Jr., as attorney-in-fact<br>\section*{11/30/2006}

**Signature of Reporting Person

## Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. $78 \mathrm{ff}(\mathrm{a})$.
(6) On $11 / 30 / 2006$, there were 190,625 options under this grant that were fully vested and exercisable. The remaining options, after conversion to Alcatel Lucent options, will vest in three equal annual installments beginning on 12/1/2006.
(2) Pursuant to the terms of the merger agreement, each option to purchase Lucent stock was converted into the right to purchase 0.1952 of an American Depositary Share of Alcatel-Lucent ( the combined company).
(3) These options, after conversion to Alcatel-Lucent options, will vest in four equal annual installments beginning on 11/1/2007.
(5) On 11/30/2006, there were 325,000 options under this grant that were fully vested and exercisable. The remaining options, after conversion to Alcatel Lucent options, will vest in two equal annual installments beginning on 12/1/2006.
(4) These options, after conversion to Alcatel-Lucent options, will vest in four equal annual installments, beginning on 12/1/2006.

Pursuant to the terms of the merger agreement between Alcatel and Lucent Technologies Inc., each share of Lucent common stock, par
(1) value $\$ .01$ per share, was converted into 0.1952 of an American Depositary Share of Alcatel-Lucent ( the combined company).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

