

NETRAVALI ARUN

Form 4

April 04, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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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 \*  
 NETRAVALI ARUN

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)

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

ALLENTOWN, PA 18109

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| Common Stock                    | 04/02/2007                           |                                                    | D                              | (A) or (D) Amount 1,782 (1) Price \$ 0 0                          |                                                                                               | D                                                        |                                   |

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

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SEC 1474  
 (9-02)

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

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                 |                                     |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|-----------------|-------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                            | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 13.315                                                             | 04/02/2007                              |                                                             | D                                       |                                                                                                              | 10,000                                                         |     | 12/01/2006                                                          | 11/30/2012         | Common<br>Stock | 10,000                              |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 13.8                                                               | 04/02/2007                              |                                                             | D                                       |                                                                                                              | 3,000                                                          |     | 12/01/2005                                                          | 11/30/2011         | Common<br>Stock | 3,000                               |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 17                                                                 | 04/02/2007                              |                                                             | D                                       |                                                                                                              | 5,000                                                          |     | 07/20/2005                                                          | 07/19/2011         | Common<br>Stock | 5,000                               |
| Stock<br>Options<br>(Right to<br>buy)               | \$ 19.64                                                              | 04/02/2007                              |                                                             | D                                       |                                                                                                              | 10,000                                                         |     | 03/29/2007                                                          | 11/30/2013         | Common<br>Stock | 10,000                              |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |              |         |       |
|-------------------------------------------------------------------|---------------|--------------|---------|-------|
|                                                                   | Director      | 10%<br>Owner | Officer | Other |
| NETRAVALI ARUN<br>1110 AMERICAN PARKWAY NE<br>ALLENTOWN, PA 18109 | X             |              |         |       |

## Signatures

Jonathan Gilbert,  
Attorney-in-Fact

04/04/2007

\_\_Signature of Reporting Person

Date

## 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. 78ff(a).
- (2) Pursuant to the terms of a merger agreement among LSI Logic Corporation, Atlas Acquisition Corp. and Agere Systems Inc., each option to purchase Agere stock was converted into an option to purchase LSI stock.

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- Pursuant to the terms of a merger agreement among LSI Logic Corporation, Atlas Acquisition Corp. and Agere Systems Inc., shares of
- (1) Agere common stock were converted into shares of LSI common stock having a value of \$10.44 per share at the effective time of the merger.

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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