

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Micallef Andrew		(Month/Day/Year)	AGERE SYSTEMS INC [AGR]	
(Last)	(First)	(Middle)	10/20/2005	
3 KALLANG SECTOR, KOLAM,Â AYER INDUSTRIAL PARK			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)				(Check all applicable)
SINGAPOREÂ 349278			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			EVP, Global Operations	6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person

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	500	D	Â
Common Stock	1,090	I	by 401(k) plan

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

SEC 1473 (7-02)

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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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Stock Options (Right to buy)	11/01/2003 ⁽¹⁾	10/31/2009	Common Stock	45,000	\$ 9.95	D	Â
Stock Options (Right to buy)	12/01/2005 ⁽²⁾	11/30/2011	Common Stock	40,000	\$ 13.8	D	Â
Stock Options (Right to buy)	12/01/2004 ⁽³⁾	11/30/2010	Common Stock	35,000	\$ 35.45	D	Â
Stock Options (Right to buy)	05/01/2003 ⁽⁴⁾	04/30/2009	Common Stock	5,000	\$ 42.2	D	Â
Stock Options (Right to buy)	09/04/2002 ⁽⁵⁾	09/03/2008	Common Stock	9,000	\$ 51.45	D	Â
Stock Options (Right to buy)	08/01/2002 ⁽⁶⁾	07/31/2008	Common Stock	2,275	\$ 55.95	D	Â
Stock Options (Right to buy)	08/01/2002 ⁽⁶⁾	07/31/2008	Common Stock	2,275	\$ 55.95	D	Â
Stock Options (Right to buy)	08/01/2002 ⁽⁶⁾	07/31/2008	Common Stock	566	\$ 55.95	D	Â
Stock Options (Right to buy)	03/27/2002 ⁽⁷⁾	03/26/2008	Common Stock	6,500	\$ 60	D	Â
Stock Options (Right to buy)	10/19/2005 ⁽⁸⁾	02/28/2011	Common Stock	1,046	\$ 77.448	D	Â
Stock Options (Right to buy)	10/19/2005 ⁽⁸⁾	10/31/2010	Common Stock	1,495	\$ 155.08	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Micallef Andrew 3 KALLANG SECTOR, KOLAM AYER INDUSTRIAL PARK SINGAPORE 349278	Â	Â	Â EVP, Global Operations	Â

Signatures

Andrew Micallef 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 December 1, 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, 2004; 1/48th of this option vests monthly for the remaining three years of the vesting period.
- (4) 1/4 of this option vests on May 1, 2003; 1/48th of this option vests monthly for the remaining three years of the vesting period.
- (5) 1/4 of this option vests on September 4, 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 August 1, 2002; 1/48th of this option vests monthly for the remaining three years of the vesting period.
- (7) 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.
- (8) This option was fully vested as of this date.

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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