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 <u>*</u> REID JAMES P	Statement (Month/Day/Year)	3. Issuer Name and Ticker or Trading Symbol Spansion Inc. [CODE]					
(Last) (First) (Middle)	05/10/2010	5/10/2010 4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)		
915 DEGUIGNE DRIVE				× ×			
(Street)		(Check all applicable) 6. Individual			lual or Joint/Group		
SUNNYVALE, CA 94088		Director10% Owner Filing(Check Applicat OfficerOtherX_ Form filed by One (give title below) (specify below) Person		eck Applicable Line) filed by One Reporting filed by More than One			
(City) (State) (Zip)	Table I - I	Non-Derivativ	e Securities	Beneficiall	y Owned		
1.Title of Security (Instr. 4)	2. Amount o Beneficially (Instr. 4)	Owned C F L c c	Ownership Ov	Nature of Ind wnership hstr. 5)	irect Beneficial		
Reminder: Report on a separate line for owned directly or indirectly.	r each class of securities benefic	ially SEC	C 1473 (7-02)				
information co required to res currently valid	respond to the collection of ontained in this form are no spond unless the form disp OMB control number.	t lays a					
Table II - Derivative Set	ecurities Beneficially Owned (e	<i>.g.</i> , puts, calls, w	arrants, option	s, convertible	e securities)		
(Instr. 4) E	xpiration Date Securit	and Amount of ies Underlying tive Security 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)		

Security

Amount or

Number of

Shares

Direct (D)

or Indirect

(Instr. 5)

(I)

Date

Exercisable

Expiration

Title

Date

January 31,

2005

0.5

Expires:

response...

Estimated average burden hours per

Reporting Owners

Reporting Owner Name / Address	Relationships					
I G G G G G G G G G G G G G G G G G G G	Director	10% Owner	Officer	Other		
REID JAMES P 915 DEGUIGNE DRIVE SUNNYVALE, CA 94088	Â	Â	EVP, Marketing	Â		
Signatures						
Laurie A. Webb, Attorney-in-Fa	D	05/12/2010				
**Signature of Reporting Person			Date			
Explanation of Res	spons	ses:				

No securities are beneficially owned

* 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).

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.