

AGERE SYSTEMS INC

Form 8-K

July 21, 2004

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SIGNATURE

NEWS RELEASE

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Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) Exhibits.

Exhibit No.	Description
99.1	News release dated July 21, 2004

Item 12. Results of Operations and Financial Condition

On July 21, 2004, Agere Systems issued a news release announcing its financial results for the quarter ended June 30, 2004. A copy of that news release is attached to this report as Exhibit 99.1.

The news release contains information about our net income, excluding gain or loss from the sale of, and income or loss from, discontinued operations; net restructuring and other charges; purchased in-process research and development charges related to acquisitions; amortization of acquired intangible assets; net gain or loss from the sale of operating assets and cumulative effect of an accounting change. We believe that information presented on this basis, while not a substitute for financial information prepared in accordance with generally accepted accounting principles, will allow investors to more easily compare our financial performance on an operating basis in different fiscal periods.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AGERE SYSTEMS INC.

Date: July 21, 2004

By: /s/ John W. Gamble, Jr.

Name: John W. Gamble, Jr.

Title: Executive Vice President and
Chief Financial Officer