Edgar Filing: ADVANCED MEDICAL OPTICS INC - Form 3

ADVANCED MEDICAL OPTICS INC

Form 3

February 13, 2007

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement ADVANCED MEDICAL OPTICS INC [EYE] A Rago Angelo (Month/Day/Year) 02/07/2007 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O ADVANCED MEDICAL (Check all applicable) OPTICS, INC., 1700 E. ST. ANDREW PLACE 10% Owner Director (Street) _X__ Officer Other 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) Senior Vice President _X_ Form filed by One Reporting Person SANTA ANA. CAÂ 92705 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial (Instr. 4) Beneficially Owned Ownership Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock $1,162.7163 \stackrel{(1)}{\underline{(1)}} \stackrel{(2)}{\underline{(2)}}$ D Common Stock 387 Ι By 401(k) Trust, as of 2/7/07 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

information contained in this form are not required to respond unless the form displays a

currently valid OMB control number.

1. Title of Derivative Security
2. Date Exercisable and (Instr. 4)

Expiration Date (Month/Day/Year)

Ownership Derivative Security

Ownership Torm of (Instr. 5)

3. Title and Amount of 4. 5. 6. Nature of Indirect Conversion or Exercise Form of (Instr. 5)

Edgar Filing: ADVANCED MEDICAL OPTICS INC - Form 3

	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)	
Employee Stock Option (Right to Buy)	(3)	06/27/2015	Common Stock	20,000	\$ 38.3	D	Â
Employee Stock Option (Right to Buy)	(4)	05/24/2016	Common Stock	5,000	\$ 45.26	D	Â
Restricted Stock Units (5)	(6)	(6)	Common Stock	2,300	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address			Relationships		
	Director	10% Owner	Officer	Othe	
Rago Angelo					
C/O ADVANCED MEDICAL OPTICS, INC.	â	Â	Senior Vice President	â	
1700 E. ST. ANDREW PLACE	А	A	A Semoi vice President	A	
SANTA ANA, CA 92705					

Signatures

Angelo Rago, by Aimee S. Weisner, Attorney in Fact 02/13/2007

**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) Includes an aggregate of 62.7163 shares of common stock acquired by the reporting person under the Advanced Medical Optics, Inc. Employee Stock Purchase Plan through the most recent purchase date, October 31, 2006.
- Includes an aggregate of 1,100 shares of restricted common stock acquired in an exempt grant under the issuer's 2005 Incentive
- (2) Compensation Plan, which will vest as to 100% of the shares on May 24, 2009, the third anniversary of the date of issuance, provided that certain conditions are met.
- (3) This Rule 16b3 exempt stock option will vest ratably on each of the first four anniversaries of the date of grant, such that the option will be fully vested on June 27, 2009 (provided applicable provisions of such option are complied with).
- (4) This Rule 16b3 exempt stock option will vest ratably on each of the first four anniversaries of the date of grant, such that the option will be fully vested on May 24, 2010 (provided applicable provisions of such option are complied with).
- (5) Exempt grant of restricted stock units with performance vesting conditions. Each restricted unit represents a contingent right to receive one share of the issuer's common stock, subject to performance vesting conditions.
- These units will vest in 2010 only to the extent that the issuer's total stockholder return exceeds the 50th percentile of an identified peer group over the calendar years 2007-2009. The amount of units that vest, if any, will be determined on a sliding scale, based on the level of total stockholder performance between the 50th and 75th percentiles. None of the units will vest if total stockholder return from 2007-2009 is negative.

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.

Reporting Owners 2