

LUCENT TECHNOLOGIES INC
 Form 4
 November 03, 2006

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 *
**CHRISTY LANGENFELD
 CYNTHIA K**

(Last) (First) (Middle)
 67 WHIPPANY ROAD
 (Street)

WHIPPANY, NJ 07981

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
**LUCENT TECHNOLOGIES INC
 [LU]**

3. Date of Earliest Transaction
 (Month/Day/Year)
 11/01/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 President, Network Solutions

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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)
			Code	V	Amount or Price		
Common Stock	11/01/2006		A		81,588 ⁽¹⁾	A	\$ 0 494,693 ⁽²⁾ D
Common Stock	11/01/2006		A		55,118 ⁽³⁾	A	\$ 0 549,811 ⁽²⁾ D
Common Stock	11/01/2006		A		76,537 ⁽⁴⁾	A	\$ 0 626,348 ⁽²⁾ D
Common Stock	11/01/2006		A		113,292 ⁽⁵⁾	A	\$ 0 739,640 ⁽²⁾ D

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Employee Stock Options (Right to buy)	\$ 2.42	11/01/2006		A	891,667	(6) 10/31/2013	Common Stock 891,66

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CHRISTY LANGENFELD CYNTHIA K
67 WHIPPANY ROAD
WHIPPANY, NJ 07981

President, Network Solutions

Signatures

Cynthia K. Christy-Langefeld, by William R. Carapezzi, Jr. as attorney-in-fact

11/03/2006

__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).
- (4) This award represents Restricted Stock Units granted in conjunction with the fiscal year 2006 portion of the 2006-2008 performance cycle of the three year performance award program. This award vests in its entirety on November 1, 2008.
- (6) This option vests in 4 equal annual installments, beginning on November 1, 2007.
- (3) This award represents Restricted Stock Units granted in conjunction with the fiscal year 2007 portion of the 2006-2008 performance cycle of the three year performance award program. This award vests in its entirety on November 1, 2008.
- (1) This award represents Restricted Stock Units granted in conjunction with the fiscal year 2007 portion of the 2005-2007 performance cycle of the three year performance award program. This award vests in its entirety on November 1, 2008.
- (5)

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This award represents Restricted Stock Units granted in conjunction with the fiscal year 2006 portion of the 2005-2007 performance cycle of the three year performance award program. This award vests in its entirety on November 1, 2007.

(2) Includes shares acquired in transactions not required to be reported and exempt from liability under Section 16.

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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