

# SECURITIES AND EXCHANGE COMMISSION

## FORM SC 13G

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities by passive investors and certain institutions

Filing Date: **2004-02-12**  
SEC Accession No. **0001036325-04-000025**

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### SUBJECT COMPANY

#### AGERE SYSTEMS INC

CIK: **1129446** | IRS No.: **223746606** | State of Incorporation: **DE** | Fiscal Year End: **0930**  
Type: **SC 13G** | Act: **34** | File No.: **005-77953** | Film No.: **04588383**  
SIC: **3674** Semiconductors & related devices

Mailing Address  
1110 AMERICAN PARKWAY  
NE  
ROOM 12K 301  
ALLENTOWN PA 18109

Business Address  
555 UNION BLVD  
ALLENTOWN PA 18109  
6107124323

### FILED BY

#### DAVIS SELECTED ADVISERS

CIK: **1036325** | IRS No.: **850360310** | State of Incorporation: **CO** | Fiscal Year End: **1231**  
Type: **SC 13G**

Mailing Address  
2949 E. ELVIRA ROAD  
SUITE 101  
TUCSON AZ 85706

Business Address  
2949 E. ELVIRA ROAD  
SUITE 101  
TUCSON AZ 85706  
(520)806-7600

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. -----)

Agere Systems Inc.

-----  
(Name of Issuer)

Common

-----  
(Title of Class of Securities)

00845V100

-----  
(CUSIP Number)

Check the following box if a fee is being paid with this statement /\_/ . (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes)

Item 1(a) NAME OF ISSUER

Agere Systems Inc.

Item 1(b) ADDRESS OF ISSUERS PRINCIPAL EXECUTIVE OFFICES

555 Union Blvd.

Allentown, PA 18109

Item 2(a) NAME OF PERSON FILING

Davis Selected Advisers, L.P.

Item 2(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE

2949 East Elvira Road, Suite 101

Tucson, Arizona 85706

Item 2(c) CITIZENSHIP

Colorado Limited Partnership

Item 2(d) TITLE OF CLASS OF SECURITIES

Common Stock

Item 2(e) CUSIP NUMBER

00845V100

Item 3 FIELD PURSUANT TO RULE 13d-1(b)  
(e) [X] Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940

Item 4 OWNERSHIP  
(a) Amount beneficially owned 69,173,144 shares

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote

Davis Selected Advisers, L. P. 69,173,144

(ii) shared power to vote to direct the vote

N/A

(iii) sole power to dispose or to direct the disposition of

Davis Selected Advisers, L. P.

(iv) shared power to dispose or to direct the disposition of  
N/A

Item 5 Not applicable

Item 6 Not applicable

Item 7 Not applicable

Item 8 Not applicable

Item 9 Not applicable

Item 10 CERTIFICATION

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer or such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

SIGNATURE /s/ Anthony Frazia

PRINT Anthony Frazia, Chief Compliance Officer

DATE February 13, 2004