

ADVANCED MEDICAL OPTICS INC
Form 4
June 28, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
VA PARTNERS LLC

2. Issuer Name and Ticker or Trading Symbol
ADVANCED MEDICAL OPTICS INC [EYE]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
435 PACIFIC AVENUE, FOURTH FLOOR
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/26/2007

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

SAN FRANCISCO, CA 94133

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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 Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$.01 per share	06/26/2007		P		270,000	A	\$ 33.59	6,069,235	I	See Footnote (1)
Common Stock, par value \$.01 per share	06/26/2007		P		30,000	A	\$ 33.59	698,405	I	See Footnote (2)
Common Stock, par value \$.01	06/26/2007		P		180,000	A	\$ 33.53	6,249,235	I	See Footnote (1)

Edgar Filing: ADVANCED MEDICAL OPTICS INC - Form 4

per share

Common Stock, par value \$.01 per share	06/26/2007	P	20,000	A	\$ 33.53	718,405	I	See Footnote (2)
---	------------	---	--------	---	----------	---------	---	------------------

Common Stock, par value \$.01 per share	06/26/2007	P	102,421	A	\$ 33.48	6,351,656	I	See Footnote (1)
---	------------	---	---------	---	----------	-----------	---	------------------

Common Stock, par value \$.01 per share	06/26/2007	P	11,379	A	\$ 33.48	729,784	I	See Footnote (2)
---	------------	---	--------	---	----------	---------	---	------------------

Common Stock, par value \$.01 per share	06/27/2007	P	225,000	A	\$ 33.57	6,576,656	I	See Footnote (1)
---	------------	---	---------	---	----------	-----------	---	------------------

Common Stock, par value \$.01 per share	06/27/2007	P	25,000	A	\$ 33.57	754,784	I	See Footnote (2)
---	------------	---	--------	---	----------	---------	---	------------------

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VA PARTNERS LLC 435 PACIFIC AVENUE FOURTH FLOOR SAN FRANCISCO, CA 94133		X		
VA Partners III, LLC 435 PACIFIC AVENUE, 4TH FLOOR SAN FRANCISCO, CA 94133		X		
ValueAct Capital Management, L.P. 435 PACIFIC AVENUE, 4TH FLOOR SAN FRANCISCO, CA 94133		X		
ValueAct Capital Management, LLC 435 PACIFIC AVENUE, 4TH FLOOR SAN FRANCISCO, CA 94133		X		
UBBEN JEFFREY W 435 PACIFIC AVENUE, FOURTH FLOOR SAN FRANCISCO, CA 94133		X		
KAMIN PETER H 265 FRANKLIN STREET, 16TH FLOOR BOSTON, MA 02110		X		

Signatures

VA PARTNERS, LLC, By:/s/ George F. Hamel, Jr., Managing Member **Signature of Reporting Person	06/28/2007 Date
VALUEACT CAPITAL MASTER FUND, L.P., By: VA PARTNERS, LLC, its General Partner, By:/s/ George F. Hamel, Jr., Managing Member **Signature of Reporting Person	06/28/2007 Date
VALUEACT CAPITAL MASTER FUND III, L.P., By: VA PARTNERS III, LLC, its General Partner, By:/s/ George F. Hamel, Jr., Managing Member **Signature of Reporting Person	06/28/2007 Date
VA PARTNERS III, LLC, By:/s/ George F. Hamel, Jr., Managing Member **Signature of Reporting Person	06/28/2007 Date
VALUEACT CAPITAL MANAGEMENT, L.P., By: VALUEACT CAPITAL MANAGEMENT, LLC, its General Partner, By:/s/ George F. Hamel, Jr., Managing Member **Signature of Reporting Person	06/28/2007 Date
VALUEACT CAPITAL MANAGEMENT, LLC, By:/s/ George F. Hamel, Jr., Managing Member **Signature of Reporting Person	06/28/2007 Date
/s/ Jeffrey W. Ubben	06/28/2007

Edgar Filing: ADVANCED MEDICAL OPTICS INC - Form 4

Address: 435 Pacific Avenue, 4th Floor, San Francisco, CA 94133
Designated Filer: VA Partners, LLC
Issuer and Ticker: Advanced Medical Optics (EYE)
Date of Event Requiring Statement: 06/26/07

Name: Jeffrey W. Ubben
Address: 435 Pacific Avenue, 4th Floor, San Francisco, CA 94133
Designated Filer: VA Partners, LLC
Issuer and Ticker: Advanced Medical Optics (EYE)
Date of Event Requiring Statement: 06/26/07

Name: George F. Hamel, Jr.
Address: 435 Pacific Avenue, 4th Floor, San Francisco, CA 94133
Designated Filer: VA Partners, LLC
Issuer and Ticker: Advanced Medical Optics (EYE)
Date of Event Requiring Statement: 06/26/07

Name: Peter H. Kamin
Address: 435 Pacific Avenue, 4th Floor, San Francisco, CA 94133
Designated Filer: VA Partners, LLC
Issuer and Ticker: Advanced Medical Optics (EYE)
Date of Event Requiring Statement: 06/26/07

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.