## Edgar Filing: DELFASSY GILLES - Form 4

DELFASSY	GILLES											
Form 4												
June 23, 2009	9											
FORM	4									PPROVAL		
	- UNITED	STATES					NGE (	COMMISSION	ONID	3235-0287		
Check thi	s box		vv as	hington,	D.C. 203	949			Number:	January 31,		
-	if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP O					NERSHIP OF	Expires:	2005				
subject to Section 10		STATEMENT OF CHANGES IN DENEFICIAL OWNERSHIT						Estimated average burden hours per				
Form 4 or									response	•		
Form 5	Filed pu	rsuant to	Section 16	6(a) of the	Securiti	es Ez	kchang	ge Act of 1934,				
obligation may conti				•	•	• •		f 1935 or Sectio	n			
See Instru		30(h)	of the Inv	vestment	Company	y Act	of 19	40				
1(b).												
(Print or Type R	Responses)											
1	11 CD (	D *						5 D L (* 1.*	(D ( D			
					5. Relationship of Issuer	r Reporting Per	son(s) to					
Syn				Symbol Spansion Inc. [SPSN. PK]								
*			•	_	-			(Check all applicable)				
			Earliest Transaction				XDirector10% Owner					
				(Month/Day/Year) 06/20/2009				Officer (give title Other (specify				
3453								below)	below)			
(Street) 4. If Ame			4. If Amer	nendment, Date Original			6. Individual or Joint/Group Filing(Check					
Filed(Mon				onth/Day/Year)				Applicable Line)				
~~~~								_X_ Form filed by Form filed by M				
SUNNYVA	LE, CA 94088-3	3453						Person		porting		
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned		
1.Title of	2. Transaction Da	te 2A. Dee	emed	3.	4. Securi			5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year		ion Date, if TransactionAcquired (A) or				Securities	Form: Direct	Indirect			
(Instr. 3)		any (Month	/Day/Year)	CodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)				Owned In Following (1		Beneficial Ownership		
			, , , , , , , , , , , , , , , , , , ,	× /	( , , , , , , , , , , , , , , , , , , ,		(Instr. 4)		(Instr. 4)			
						(A)		Reported Transaction(s)				
						or	р.	(Instr. 3 and 4)				
Class A				Code V	Amount	(D)	Price					
Common	06/20/2009			М	1,250	А	<b>\$</b> 0	11,250	D			
Stock					-, 3		(1)	,-00				

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.

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

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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. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Securities		8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 <u>(1)</u>	06/20/2009		М	1,250	(2)	<u>(1)</u>	Class A Common Stock	1,250	\$ (

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
DELFASSY GILLES 915 DEGUIGNE DR. P.O. BOX 3453 SUNNYVALE, CA 94088-3453	Х						
Signatures							
/s/ Laurie A. Webb, Attorney-in- Delfassy	Gilles	06/23/2009					
<u>**</u> Signature of Reporting F		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).
- (1) Each restricted stock unit represents a contingent right to receive one share of Spansion Inc. Class A Common Stock. There is no exercise price or expiration date.

Restricted stock units were granted to the reporting person on September 20, 2007 and vest over a four-year period. One quarter of the
 (2) shares subject to the award vested on the one year anniversary date. The remaining shares subject to the award vest in equal installments quarterly, until 100% vested on September 20, 2011. Vested shares are delivered to the reporting person on each vesting date.

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.