WEISNER AIMEE S

Form 4 May 23, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

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Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner

Issuer

Director

Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

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

2. Issuer Name and Ticker or Trading

ADVANCED MEDICAL OPTICS

3. Date of Earliest Transaction

See Instruction

(Middle)

Symbol

INC [EYE]

1(b).

(Last)

(Print or Type Responses)

WEISNER AIMEE S

1. Name and Address of Reporting Person *

(First)

	NCED MEDICAL C., 1700 E. ST. PLACE	(Month/Da 05/21/20	•)	isaction			X_ Officer (giv below) EVP, A	e title Oth below) Admin., GC & S	er (specify ec'y	
SANTA AN		nendment, Date Original onth/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State) 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. Transa Code (Instr.		4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect Indirect Indirect Ownership (Instr. 4) Instr. 4)			
Common Stock	04/27/2007		G	V	39	D	<u>(1)</u>	3,408.8148 <u>(2)</u>	D		
Common Stock	04/27/2007		G	V	39	A	<u>(1)</u>	3,286	I	By Family Trust	
Common Stock								303.1909	I	By 401(k) Trust (as	

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

of 5/22/07)

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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. Transactio Code (Instr. 8)	5. Number of onDerivative 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 or Number of Shares
Employee Stock Option (Right to Buy)	\$ 42.55	05/21/2007		A	29,300	(3)	05/21/2017	Common Stock	29,300
Restricted Stock Units	<u>(4)</u>	05/21/2007		A	2,700	05/21/2010	05/21/2017	Common Stock	2,700

Reporting Owners

Relationships Reporting Owner Name / Address

> Other Director 10% Owner Officer

WEISNER AIMEE S C/O ADVANCED MEDICAL OPTICS, INC. 1700 E. ST. ANDREW PLACE SANTA ANA, CA 92705

EVP, Admin., GC & Sec'y

Signatures

Aimee S. 05/23/2007 Weisner

**Signature of Date

Reporting Person

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) Transfer of shares to family trust for no consideration.

(2)

Reporting Owners 2

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Includes an aggregate of 658.8148 shares acquired under the Advanced Medical Optics, Inc. Employee Stock Purchase Plan through April 30, 2007.

- (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 May 21, 2011 (provided applicable provisions of such option are complied with).
- Exempt grant of Restricted Stock Units under the Issuer's 2005 Incentive Compensation Plan. Each restricted unit represents a contingent right to receive one share of the issuer's common stock. The Restricted Stock Units will vest as to 100% of the shares on May 21, 2010, the third anniversary of the date of issuance, provided that certain conditions are met.

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.