ADVANCED MEDICAL OPTICS INC
Form 3
November 19, 2007

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *
Â ValueAct Holdings, L.P.
(Last) (First) (Middle)

435 PACIFIC AVENUE, 4TH FLOOR
(Street)

SAN FRANCISCO,Â CAÂ 94133
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
11/08/2007

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

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director
__X__ 10% Owner
_____ Officer
_____ Other
(give title below) (specify below)

5. 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 Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value $.01 per share	7,908,832	I	See footnote (1)
Common Stock, par value $.01 per share	902,803	I	See footnote (2)

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

SEC 1473 (7-02)

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 Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ValueAct Holdings, L.P. 435 PACIFIC AVENUE, 4TH FLOOR SAN FRANCISCO,Â CAÂ 94133	Â	Â X	Â	Â
VA Partners I, LLC 435 PACIFIC AVENUE, 4TH FLOOR SAN FRANCISCO,Â CAÂ 94133	Â	Â X	Â	Â
ValueAct Holdings GP, LLC 435 PACIFIC AVENUE, 4TH FLOOR SAN FRANCISCO,Â CAÂ 94133	Â	Â X	Â	Â

Signatures

VALUEACT HOLDINGS, L.P., By: VALUEACT HOLDINGS GP, LLC, its General Partner, By:/s/ George F. Hamel, Jr., Chief Operating Officer	11/19/2007
**Signature of Reporting Person	Date
VA PARTNERS I, LLC, By:/s/ George F. Hamel, Jr., Chief Operating Officer	11/19/2007
**Signature of Reporting Person	Date
VALUEACT HOLDINGS GP, LLC, By:/s/ George F. Hamel, Jr., Chief Operating Officer	11/19/2007
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 5(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) The reported stock is owned directly by ValueAct Capital Master Fund, L.P. and may be deemed to be beneficially owned by (i) VA Partners I, LLC as General Partner of ValueAct Capital Master Fund, L.P., (ii) ValueAct Capital Management, L.P. as the manager of ValueAct Capital Master Fund, L.P., (iii) ValueAct Capital Management, LLC as General Partner of ValueAct Capital Management, L.P., (iv) ValueAct Holdings, L.P. as the sole owner of the limited partnership interests of ValueAct Capital Management, L.P. and the membership interests of ValueAct Capital Management, LLC, and as the majority owner of the membership interests of VA Partners I, LLC, and (v) ValueAct Holdings GP, LLC as General Partner of ValueAct Holdings, L.P. *

(2) The reported stock is owned directly by ValueAct Capital Master Fund III, L.P. and may be deemed to be beneficially owned by (i) VA Partners III, LLC as General Partner of ValueAct Capital Master Fund III, L.P., (ii) ValueAct Capital Management, L.P. as the manager of ValueAct Capital Master Fund III, L.P., (iii) ValueAct Capital Management, LLC as General Partner of ValueAct Capital Management, L.P., (iv) ValueAct Holdings, L.P. as the sole owner of the limited partnership interests of ValueAct Capital Management, L.P. and the membership interests of ValueAct Capital Management, LLC, and as the majority owner of the membership interests of VA Partners III, LLC, and (v) ValueAct Holdings GP, LLC as General Partner of ValueAct Holdings, L.P. *

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Remarks:

*Â Â Â Â ValueActÂ CapitalÂ MasterÂ Fund,Â L.P.,Â ValueActÂ CapitalÂ MasterÂ FundÂ III,Â L.P.,Â VAÂ PartnersÂ I

JointÂ FilerÂ Information:

Name:Â VAÂ PartnersÂ I,Â LLC
Address:Â 435Â PacificÂ Avenue,Â 4thÂ Floor,Â SanÂ Francisco,Â CAÂ 94133
DesignatedÂ Filer:Â ValueActÂ Holdings,Â L.P.
IssuerÂ andÂ Ticker:Â AdvancedÂ MedicalÂ OpticsÂ (EYE)
DateÂ ofÂ EventÂ RequiringÂ Statement:Â Â NovemberÂ 8,Â 2007

Name:Â ValueActÂ HoldingsÂ GP,Â LLC
Address:Â 435Â PacificÂ Avenue,Â 4thÂ Floor,Â SanÂ Francisco,Â CAÂ 94133
DesignatedÂ Filer:Â ValueActÂ Holdings,Â L.P.
IssuerÂ andÂ Ticker:Â AdvancedÂ MedicalÂ OpticsÂ (EYE)
DateÂ ofÂ EventÂ RequiringÂ Statement:Â Â Â NovemberÂ 8,Â 2007

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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Explanation of Responses: