

ADVANCED MICRO DEVICES INC

Form 3

May 15, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

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 *
A Menard Joseph

(Last) (First) (Middle)

2. Date of Event
Requiring Statement
(Month/Day/Year)
05/05/20063. Issuer Name and Ticker or Trading Symbol
ADVANCED MICRO DEVICES INC [AMD]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10%
Owner____ Officer ____X____ Other
(give title below) (specify below)
Corp VP, Consumer Business
Seg6. Individual or Joint/Group
Filing(Check Applicable Line)
X Form filed by One Reporting
Person
____ Form filed by More than One
Reporting PersonADVANCED MICRO DEVICES,
INC., ONE AMD PLACE

(Street)

SUNNYVALE, CA 94088-3453

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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

0

D A

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

SEC 1473 (7-02)

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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)Date Exercisable Expiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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				Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option	08/02/2008 ⁽¹⁾	08/02/2011	Common Stock	40,000	\$ 12.29	D	Â
Employee Stock Option	04/28/2009 ⁽²⁾	04/28/2012	Common Stock	2,500	\$ 14.16	D	Â
Employee Stock Option	04/28/2009 ⁽²⁾	07/27/2012	Common Stock	2,500	\$ 20.1	D	Â
Employee Stock Option	04/28/2009 ⁽²⁾	10/25/2012	Common Stock	2,500	\$ 22.35	D	Â
Employee Stock Option	04/28/2009 ⁽³⁾	02/09/2013	Common Stock	1,250	\$ 40.06	D	Â
Restricted Stock Units (RSU)	02/09/2009 ⁽⁴⁾	02/09/2013	Common Stock	500	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Menard Joseph ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453	Â	Â	Â	Corp VP, Consumer Business Seg

Signatures

Joseph Menard 05/12/2006

 **Signature of Date
Reporting Person

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 option vests 16,000 shares on 8/2/2005, 12,000 shares on 8/2/2006, 8,000 shares on 8/2/2007 and 4,000 shares on 8/2/2008.
- (2) The option vests 625 shares on 4/28/2006 then remaining shares vest monthly through 4/28/2009.
- (3) The option vests 312 shares on 4/28/2006 then remaining shares vest monthly through 4/28/2009.
- (4) The restricted stock units vest 33 1/3% on 8/9/2006 then 6.6667% every 3 months thereafter for the next 10 quarters.

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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