Edgar Filing: ADVANCED MICRO DEVICES INC - Form 4

ADVANCEE Form 4 May 08, 2006	O MICRO DEVI	CES INC									
FORM	4		an an			antinar			PPROVAL		
Washington, D.C. 20549									3235-0287		
Check this if no long subject to Section 10 Form 4 or	er STATEN 6.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP SECURITIES							January 31,Expires:2005Estimated averageburden hours peresponse0.5		
Form 5 obligations may continue.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 19401(b).											
(Print or Type R	lesponses)										
1. Name and Address of Reporting Person <u>*</u> WOLIN HARRY A			2. Issuer Name and Ticker or Trading Symbol ADVANCED MICRO DEVICES				5. Relationship of Reporting Person(s) to Issuer				
			INC [AMD]				(Check all applicable)				
(Last) (First) (Middle) ADVANCED MICRO DEVICES,			3. Date of Earliest Transaction (Month/Day/Year)			Director XOfficer (give title 10% Owner below) Other (specify below)					
	AMD PLACE	ICES,	05/04/2006 SVP, General Counsel						sel		
	4. If Amendment, Date Original Filed(Month/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 							
SUNNYVA	LE, CA 94088-3	453					Person	wore than one R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
	2. Transaction Date (Month/Day/Year)		Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Amount	(D) Price					
Reminder: Repo	ort on a separate line	e for each cl	ass of sec	urities bene	Perso inform requir	ons who res nation cont red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab					posed of, or convertible	Beneficially Owned securities)	1			

1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5. Number	6. Date Exercisable and	7. Title and Amount of	8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction of Derivative	Expiration Date	Underlying Securities	Γ

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A) (E) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option	\$ 33.95	05/04/2006		А	8,750	(2)	05/04/2013	Common Stock	8,750	
Restricted Stock Units	<u>(1)</u>	05/04/2006		А	3,500	(3)	<u>(3)</u>	Common Stock	3,500	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
WOLIN HARRY A ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453			SVP, General Counsel			
Signatures						

Signatures

Harry A. Wolin 05/08/2006

<u>**</u>Signature of Reporting Person 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 respresents a contingent right to receive one share of common stock.
- (2) The option vests $33 \frac{1}{3}\%$ on $\frac{5}{4}/2007$ then 2.7779% monthly for the next 2 years.
- (3) The restricted stock units vest 25% on 5/22/2007 then 6.25% every 3 months thereafter for the next 12 quarters.

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.

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