

Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* 

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

OMB APPROVAL

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#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Print or Type Responses)                                     |   |  |   |   |               |  |   |                                  |                         |  |
|---|---|--|---|---|---------------|--|---|----------------------------------|-------------------------|--|
| 1. Name and Address of Reporting Person *<br>EBERHART PAULETT | 2. Issuer Name and<br>ADVANCED M                            |  | _ | -   | [AMD]         | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner |   |                                  |                         |  |
| ADVANCED MICRO DEVICES, INC., ON AMD PLACE                    |   | 3. Date of Earliest Transaction (Month/Day/Year) 05/02/2005                      |   |   |               |  |   | er (specify below                | w)                      |  |
| (Street) SUNNYVALE, CA 94088-3453                             | 4. If Amendment, De   | 4. If Amendment, Date Original Filed(Month/Day/Year)                             |   |   |               |  | 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) (Zip   | p)  | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |   |   |               |  |   |                                  |                         |  |
| (Instr. 3) Date   | nsaction 2A. Deemed Execution Date, if any (Month/Day/Year) | Code<br>(Instr. 8)   |   | (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |               | f (D)  | 5. Amount of Securities Beneficially<br>Owned Following Reported<br>Transaction(s)<br>(Instr. 3 and 4)  | Ownership<br>Form:<br>Direct (D) | Beneficial<br>Ownership |  |
|   |   | Code   | V | Amount  | (A) or<br>(D) | Price  |   | or Indirect (I) (Instr. 4)       | (Instr. 4)              |  |

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

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

| 1. Title of | 2.          | 3. Transaction   | 3A. Deemed         | 4.         |     | 5. Num     | ber  | 6. Date Exercisab | ole and    | 7. Title and Amount |        | 8. Price of | 9. Number of   | 10.         | 11. Nature  |
|-------------|-------------|------------------|--------------------|------------|-----|------------|------|-------------------|------------|---------------------|--------|-------------|----------------|-------------|-------------|
| Derivative  | Conversion  | Date             | Execution Date, if | Transact   | ion | n of       |      | Expiration Date   |            | of Underlying       |        | Derivative  | Derivative     | Ownership   | of Indirect |
| Security    | or Exercise | (Month/Day/Year) | any                | Code       |     | Derivative |      | (Month/Day/Year)  |            | Securities          |        | Security    | Securities     | Form of     | Beneficial  |
| (Instr. 3)  | Price of    |                  | (Month/Day/Year)   | (Instr. 8) | )   | Securities |      |                   |            | (Instr. 3 and 4)    |        | (Instr. 5)  | Beneficially   | Derivative  | Ownership   |
|             | Derivative  |                  |                    |            |     | Acquire    | ed   | 1                 |            |                     |        |             | Owned          | Security:   | (Instr. 4)  |
|             | Security    |                  |                    |            |     | (A) or     |      |                   |            |                     |        |             | Following      | Direct (D)  |             |
|             |             |                  |                    |            |     | Dispose    | ed   |                   |            |                     |        |             | Reported       | or Indirect |             |
|             |             |                  |                    |            |     | of (D)     |      |                   |            |                     |        |             | Transaction(s) |             |             |
|             |             |                  |                    |            |     | (Instr. 3  | , 4, |                   |            |                     |        |             | (Instr. 4)     | (Instr. 4)  |             |
|             |             |                  |                    |            |     | and 5)     | 15)  |                   |            |                     |        |             |                |             |             |
|             |             |                  |                    |            |     |            |      |                   |            |                     | Amount |             |                |             |             |
|             |             |                  |                    |            |     |            |      |                   | г          |                     | or     |             |                |             |             |
|             |             |                  |                    |            |     |            |      | Date Exercisable  | Expiration | Title               | Number |             |                |             |             |
|             |             |                  |                    |            |     |            |      |                   | Date       |                     | of     |             |                |             |             |
|             |             |                  |                    | Code       | V   | (A)        | (D)  |                   |            |                     | Shares |             |                |             |             |
| Stock       |             |                  |                    |            |     |            |      |                   |            |                     |        |             |                |             |             |
| Option      | \$ 14.32    | 05/02/2005       |                    | Α          |     | 6,250      |      | 04/30/2008(1)     | 05/02/2015 | Common              | 6,250  | \$ 0        | 6,250          | D           |             |
| Award       | \$ 11.52    | 32, 32, 2003     |                    |            |     | 0,200      |      | 07/30/2000        | 00,02,2010 | Stock               | 0,200  | 40          | 0,200          | 3           |             |

## **Reporting Owners**

| Damartina Oroman Nama / Addisora  | Relationships |           |         |       |  |  |  |  |
|---|---------------|-----------|---------|-------|--|--|--|--|
| Reporting Owner Name / Address  | Director      | 10% Owner | Officer | Other |  |  |  |  |
| EBERHART PAULETT<br>ADVANCED MICRO DEVICES, INC.<br>ONE AMD PLACE<br>SUNNYVALE, CA 94088-3453 | X             |           |         |       |  |  |  |  |

#### **Signatures**

| Paulett Eberhart                | 05/02/20 | 005 |
|---------------------------------|----------|-----|
| **Signature of Reporting Person | Date     |     |

## **Explanation of Responses:**

- $\star$  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) Grant of option to buy 6,250 shares to vest as follows: 33 1/3% on 04/30/2006 then remaining shares vest monthly through 04/30/2008.

| 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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