

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

OMB APPROVAL						
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

rillit of Type Responses)												
Name and Address of Reporting Person EDMONDSON DAVID J				_	-	AMD]		5. Relationship of Reporting Person(s) to (Check all applicab X Director 10%				
ADVANCED MICRO DEVICES, INC PLACE		4. If Amendment, Date Original Filed(Month/Day/Year) Table I - Non-Derivative Securities Action 2A. Deemed S. Transaction 4. Securities Acquired (A) or Disposed of (D)						er (specify below	v)			
(Street) SUNNYVALE, CA 94088-3453	4	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 Person				
(City) (State)	(Zip)		Table I - N	on-D	erivative	Securitie	es Acqu	uired, Disposed of, or Beneficially Owne	d			
1.Title of Security	2. Transaction	2A. Deemed	3. Transacti	on	4. Securit	ties Acqu	ired	5. Amount of Securities Beneficially	6.	7. Nature		
(Instr. 3) Date		Execution Date, if	Code		(A) or Disposed of (D)			Owned Following Reported	Ownership	of Indirect		
	(Month/Day/Year)	any	(Instr. 8)		(Instr. 3, 4 and 5)			Transaction(s)	Form:	Beneficial		
		(Month/Day/Year)						(Instr. 3 and 4)	Direct (D)	Ownership		
									or Indirect	(Instr. 4)		
						(A) or			(I)			
			Code	V	Amount	(D)	Price		(Instr. 4)			

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

Persons who respond to the collection of information contained in SEC 1474 (9-02) this form are not required to respond unless the form displays a currently valid OMB control number.

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

(erg.) pars, carry, warrants, options, convertible securities,															
1. Title of	2.	3. Transaction	3A. Deemed	4.		5. Numb	5. Number 6. Date Exercisable and		ole and	7. Title and Amount		8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transac	tion	of Deriva	f Derivative Expiration Date		of Underlying		Derivative	Derivative	Ownership	of Indirect	
Security	or Exercise	(Month/Day/Year)	any	Code		Securitie	S	(Month/Day/Year	r)	Securities		Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8))	Acquired	l			(Instr. 3 and 4)		(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					(A) or							Owned	Security:	(Instr. 4)
	Security					Disposed	of						Following	Direct (D)	
						(D)							Reported	or Indirect	
						(Instr. 3,	4,						Transaction(s)	(I)	
						and 5)							(Instr. 4)	(Instr. 4)	
											Amount				
								Date Exercisable	Expiration	Title	or Number				
								Date Energiacie	Date	110	of				
				Code	V	(A)	(D)				Shares				
Stock Option Award	\$ 14.32	05/02/2005		A		12,500		11/01/2007(1)	05/02/2015	Common Stock	12,500	\$ 0	12,500	D	
Stock Option Award	\$ 14.32	05/02/2005		A		6,250		04/30/2008(2)	05/02/2015	Common Stock	6,250	\$ 0	6,250	D	

Reporting Owners

D. C. O. N. (All	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
EDMONDSON DAVID J ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453	X							

Signatures

David J. Edmondson 05/02/2005

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) Grant of option to buy 12,500 shares to vest as follows: 33 1/3% on 11/01/2005 then remaining shares vest monthly through 11/01/2007.
- (2) 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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