

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

OMB APPROVAL						
OMB Number:	3235-0287					
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hours por roopones	0.5					

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 * TOPFER MORTON L		2. Issuer Name and ADVANCED MI		U		AMD]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
ADVANCED MICRO DEVICES, INC. PLACE	OMEAND	3. Date of Earliest Transaction (Month/Day/Year) 10/31/2005						er (specify below	v)		
(Street) SUNNYVALE, CA 94088-3453	4	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)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security	2. Transaction	2A. Deemed	3. Transacti	on	4. Securit	ties Acqu	ired	5. Amount of Securities Beneficially	6.	7. Nature	
(Date (Month/Day/Year)			(A) or Disposed of (D) (Instr. 3, 4 and 5)			Owned Following Reported Transaction(s)	Ownership Form:	of Indirect Beneficial		
	(ivioniii Buyi icai)	(Month/Day/Year)	(mstr. 0)		(111511: 5, 1 tilit 5)			(Instr. 3 and 4)	Direct (D)	Ownership	
						(A) or			or Indirect (I)	(Instr. 4)	
			Code	V	Amount	(A) 01 (D)	Price		(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)

(e.g., pats, cans, warrants, options, convertible securities)															
1. Title of	2.		3A. Deemed	4.		5. Numbe		6. Date Exercisal	ole and	7. Title and	Amount	8. Price of	9. Number of		11. Nature
Derivative	Conversion	Date	Execution Date, if	Transac	tion	of Deriva	Derivative Expiration Date		of Underlying		Derivative	Derivative	Ownership	of Indirect	
Security	or Exercise	(Month/Day/Year)	any	Code		Securities	rities (Month/Day/Year)		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	lof							Direct (D)	,
						(D)							U	or Indirect	
						(Instr. 3,	4.						Transaction(s)		
						and 5)	-,							(Instr. 4)	
						una 5)			1				(Insu. 1)	(Instr. 1)	
											Amount				
									Expiration		or				
								Date Exercisable	Date	Title	Number				
									Bute		of				
				Code	V	(A)	(D)				Shares				
Stock															
Option	\$ 23.22	10/31/2005		Α		12,500		04/30/2008(1)	10/31/2015	Common	12 500	\$ 0	12,500	D	
Award	Ψ 23.22	10/31/2003		7.1		12,500		04/30/2008	10/31/2013	Stock	12,500	ΨΟ	12,300	D	
Awaiu															
Stock										C					
Option	\$ 23.22	10/31/2005		Α		6,250		04/30/2008(2)	10/31/2015	Common	6,250	\$ 0	6,250	D	
Award	, ,,,,	, = 0		_		.,		0 1/30/2000		Stock	,,		-,		
rivalu															

Reporting Owners

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

Signatures

Morton L. Topfer	10/31/2005
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 04/30/2006 then remaining shares vest monthly through 04/30/2008.
- (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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