

## FORM 4

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

OMB APPROVAL

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hours per response... 0.5

## 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

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

(Print or Type Responses)

1. Name and Address of Reporting Person * TOPFER MORTON L		2. Issuer Name and Ticker or Trading Symbol ADVANCED MICRO DEVICES INC [AMD]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)			
(Last) (First) (Middle) ADVANCED MICRO DEVICES, INC., ONE AMD PLACE		3. Date of Earliest Transaction (Month/Day/Year) 05/01/2006					
(Street) SUNNYVALE, CA 94088-3453		4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount (A) or (D) Price			
Common Stock	05/01/2006		M	6,250 A \$ 14.32	31,250	D	
Common Stock	05/01/2006		M	6,250 A \$ 20.5	37,500	D	
Common Stock	05/01/2006		M	6,250 A \$ 23.22	43,750	D	
Common Stock	05/01/2006		M	6,250 A \$ 27.9	50,000	D	

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 SEC 1474 (9-02)  
in 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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
								Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stk Option Award	\$ 14.32	05/01/2006		M			4,167	(1)	05/02/2015	Common Stock	4,167	\$ 0	8,333	D	
Stk Option Award	\$ 14.32	05/01/2006		M			2,083	(1)	05/02/2015	Common Stock	2,083	\$ 0	4,167	D	
Stk Option Award	\$ 20.05	05/01/2006		M			4,167	(1)	08/01/2015	Common Stock	4,167	\$ 0	8,333	D	
Stk Option Award	\$ 20.05	05/01/2006		M			2,083	(1)	08/01/2015	Common Stock	2,083	\$ 0	4,167	D	
Stk Option	\$ 23.22	05/01/2006		M			4,167	(1)	10/31/2015	Common Stock	4,167	\$ 0	8,333	D	

Award																
Stk Option Award	\$ 23.22	05/01/2006		M			2,083	<a href="#">(1)</a>	10/31/2015	Common Stock	2,083	\$ 0	4,167	D		
Stk Option Award	\$ 27.9	05/01/2006		M			4,167	<a href="#">(1)</a>	12/15/2015	Common Stock	4,167	\$ 0	8,333	D		
Stk Option Award	\$ 27.9	05/01/2006		M			2,083	<a href="#">(1)</a>	12/15/2015	Common Stock	2,083	\$ 0	4,167	D		

Reporting Owners

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

Signatures

Morton L. Topfer	05/02/2006
<a href="#">**</a> 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) This option vests 33 1/3% on 4/30/2006 then remaining shares vest monthly through 4/30/2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.