

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	s)											
1. Name and Address of BARNES W MICH		2. Issuer Name and Ticker or Trading Symbol ADVANCED MICRO DEVICES INC [AMD]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X_ Director Officer (give title below)				
ADVANCED MIC AMD PLACE	COME	3. Date of Earliest Transaction (Month/Day/Year) 07/31/2006										
SUNNYVALE, CA	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									
Instr. 3) Date		2. Transaction Date (Month/Day/Year)	Execution Date, if	3. Transacti 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)	Ownership	7. Nature of Indirect Beneficial		
			(Month/Day/Year)	Code	V	Amount	(A) or (D)	Price	(Instr. 3 and 4)	or Indirect	Ownership (Instr. 4)	
				Code	V	Amount	(D)	FIICE		(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. Number		6. Date Exercisable and		7. Title and Amount		8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	action of		Expiration Date		of Underlying		Derivative	Derivative	Ownership	of Indirect	
Security	or Exercise	(Month/Day/Year)	any	Code	ode Derivative		(Month/Day/Year)		Securities		Security	Securities	Form of	Beneficial	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	r. 8) Securities				(Instr. 3 and 4)		(Instr. 5)	Beneficially	Derivative	Ownership	
	Derivative				Acquired							Owned	Security:	(Instr. 4)	
	Security					(A) or	(A) or						Following	Direct (D)	
						Disposed							Reported	or Indirect	
						of (D)							Transaction(s)		
						(Instr. 3	, 4,						(Instr. 4)	(Instr. 4)	
						and 5)									
											Amount				
									F ' '		or				
								Date Exercisable	Expiration Date	Title Numb	Number				
									Date		of				
				Code	V	(A)	(D)				Shares				
Stock										G					
Option	\$ 19.39	07/31/2006		Α		6,250		05/05/2009(1)	07/31/2016	Common	6,250	\$ 0	6,250	D	
Award	\$ 17.57	0,75172000				0,200		03/03/2007	0772172010	Stock	0,200	40	0,200	3	

Reporting Owners

Donastina Coman Nama / Addings	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
BARNES W MICHAEL ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453	X							

Signatures

W. Michael Barnes 07/31/2006

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 5/05/2007 then remaining shares vest monthly through 5/05/2009.

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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