

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	5)											
1. Name and Address of EBERHART PAUL		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 10% Owner				
ADVANCED MIC AMD PLACE	ONE	3. Date of Earliest Tr 10/31/2006	ansaction (M	Ionth/	'Day/Year	)		ner (specify below	w)			
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									
1.Title of Security		2. Transaction	2A. Deemed	3. Transacti	ion	4. Securi	ties Acqu	ired	5. Amount of Securities Beneficially	6.	7. Nature	
(Instr. 3) Date		Date	Execution Date, if	if Code					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.

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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 Exercisable and		7. Title and Amount		8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	ction of			Expiration Date		of Underlying		Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code	e Derivative		(Month/Day/Year)		Securities		Security	Securities	Form of	Beneficial	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	8) Securities		es			(Instr. 3 and 4)		(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative				Acquired		ed						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	e Expiration Date	Title Num	Number				
									Date		of				
				Code	V	(A)	(D)				Shares				
Stock															
Option	\$ 21.27	10/31/2006		Α		6,250		05/05/2009(1)	10/31/2016	Common	6,250	\$ 0	6,250	D	
Award	\$ 21.27	10,21,2000				0,200		03/03/2009	10,51,2010	Stock	0,200	Ψ 0	0,200		

### **Reporting Owners**

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

#### **Signatures**

H. Paulett Eberhart 10/31/2006

\*\*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 05/05/2007 then remaining shares vest monthly through 05/05/2009.

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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