

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

| OMB APPRO | OVAL | | | | |
|--------------------------|-----------|--|--|--|--|
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| hours per response | 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

| (Print or Type Responses) | | | | | | | | | | | | |
|---|--|----------------------|---|---------------------------------------|--------------|-------------|--|--|--|--------------------|-------------------------|--|
| 1. Name and Address of R TOPFER MORTON | 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 MICRO AMD PLACE | O DEVICES, IN | (Middle) NC., ONE | 3. Date of Earliest Transaction (Month/Day/Year) 10/31/2006 | | | | | | | er (specify below | w) | |
| SUNNYVALE, CA 9 | | 4. If Amendment, D | Oate Origina | l File | d(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 | Securi | ities Acqui | uired, Disposed of, or Beneficially Owned | | | |
| 1.Title of Security (Instr. 3) | | | Execution Date, if | (Instr. 8) (Instr. 3, 4 and 5) (A) or | | | ed of (D and 5) | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | Ownership Form: | Beneficial Ownership | |
| Common Stock | | 11/01/2006 | | P | | 100,000 | | \$ 20.8498 | 250,000 | 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 in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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 | ion | ı of E | | Expiration Date | | of Underlying | | Derivative | Derivative | Ownership | of Indirect |
| | Security | or Exercise | (Month/Day/Year) | any | Code | | Derivat | ive | (Month/Day/Year) | | Securities | | Security | Securities | Form of | Beneficial |
| | (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) |) | Securiti | es | | | (Instr. 3 and 4) | | (Instr. 5) | Beneficially | Derivative | Ownership |
| | | Derivative | | | | | Acquire | ed | | | | | | Owned | Security: | (Instr. 4) |
| | | Security | | | | | (A) or | | | | | | | Following | Direct (D) | |
| | | | | | | | Dispose | ed | | | | | | Reported | or Indirect | |
| | | | | | | | of (D) | | | | | | | Transaction(s) | (I) | |
| | | | | | | | (Instr. 3 | , 4, | | | | | | (Instr. 4) | (Instr. 4) | |
| | | | | | | | and 5) | | | | | | | | | |
| | | | | | | | | | | | | Amount | | | | |
| | | | | | | | | | | E ' ' | | or | | | | |
| | | | | | | | | | Date Exercisable | Expiration | Title | Number | | | | |
| | | | | | | | | | | Date | | of | | | | |
| | | | | | Code | V | (A) | (D) | | | | Shares | | | | |
| İ | 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 | Ψ 21.27 | 10/31/2000 | | <i>1</i> 1 | | 0,230 | | 03/03/2009 | 10/31/2010 | Stock | 0,230 | ΨΟ | 0,230 | D | |
| | iwaiu | | | | | | | | | | | | | | | |

Reporting Owners

| P (0 N /41) | 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 | 11/02/2006 | | | |
|-------------------------------|------------|--|--|--|
| 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 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.

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.