

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

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden 0.5 hours per response.

#### 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

(Finit of Type Kesponses	9)										
1. Name and Address of Reporting Person * Su Lisa T			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 MICI AMD PLACE	RO DEVICES, INC	ONIE	3. Date of Earliest Transaction (Month/Day/Year) 07/15/2016					X Officer (give title below) Other (specify below) President & CEO			
(Street) SUNNYVALE, CA 94088-3453			4. If Amendment, Date Original Filed(Month/Day/Year)						6. 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	Code		(A) or Disposed of (D)		f(D)	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 o	f 2. Conversion		3A. Deemed	4.		5. Number		6. Date Exer		7. Title and				10.	11. Nature
Security		(Month/Day/Year)	· · · · · · · · · · · · · · · · · · ·	Code			*		Underlying Securities (Instr. 3 and 4)				Ownership Form of	Beneficial	
(Instr. 3)			(Month/Day/Year)				(Month/Day/Tear)		,		,		Derivative		
(	Derivative			Ì		or Dispose	d of					,	Owned	Security:	(Instr. 4)
	Security					(D)							U	Direct (D)	
						(Instr. 3, 4,								or Indirect	
						and 5)			1				Transaction(s) (Instr. 4)	(I) (Instr. 4)	
								Date	Expiration	Title	Amount or		(1113t1. 4)	(111301. 4)	
				Code	V	(A)	(D)	Exercisable	Date	litle	Number of Shares				
RSU Award	(1)	07/15/2016		A		345,004		(2)	(2)	Common Stock	345,004.00	\$ 0	345,004	D	
PRSU Award	(3)	07/15/2016		A		690,008		<u>(4)</u>	<u>(4)</u>	Common Stock	690,008.00	\$ 0	690,008	D	

### **Reporting Owners**

Barrantina Orania Nama / Addina	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Su Lisa T ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453	X		President & CEO				

#### **Signatures**

/s/ Lisa T. Su	07/18/2016
**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) Each restricted stock unit ("RSU") represents a contingent right to receive one share of AMD's common stock.
- (2) The RSUs will vest 1/3 each on 8/9/2017, 8/9/2018 and 8/9/2019.

- Each performance-based restricted stock unit ("PRSU") represents a contingent right to receive between 0% and 250% of one share of AMD's common stock. The resulting number of shares (3) acquired upon vesting of the PRSU is contingent upon three-year compound annual growth rate milestones related to AMD's closing stock price that may be attained with the three-year performance period commencing on July 15, 2016 and ending on August 9, 2019 (the "Performance Period").
  - The number of PRSUs that may be earned, if at all, is based on three-year compound annual growth rate milestones related to AMD's closing stock price that may be attained within the Performance Period, with the potential payout levels of PRSUs at 50%, 100%, 150%, 200% and 250% of the target number of PRSUs granted. Any PRSU earned pursuant to the attainment of
- (4) a performance level will vest and be paid out 50% upon the Compensation Committee's certification of the attainment of the performance level (provided, that no PRSU will vest before the first anniversary of the grant date) and the remaining 50% will vest and be paid out at the end of the Performance Period, subject to the recipient's continuous employment or service through each such vesting date.

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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