

FORM 4

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

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 * PENG VICTOR			2. Issuer Name and Ticker or Trading Symbol ADVANCED MICRO DEVICES INC [AMD]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ President, AECG		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/14/2022					
2485 AUGUSTINE DRIVE								
(Street)			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		
SANTA CLARA, CA 95054								
(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	02/14/2022		A		7,419 <u>(1)</u>	A	<u>(1)</u>	7,419	D	
Common Stock	02/14/2022		A		243,873 <u>(1)</u>	A	<u>(1)</u>	243,873	I	Trust <u>(2)</u>

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 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)		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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date				
RSU Award	<u>(3)</u>	02/14/2022		A		<u>(4)</u>	<u>(4)</u>	Common Stock	16,387.00 <u>(5)</u>	\$ 0	16,387	D	
RSU Award	<u>(3)</u>	02/14/2022		A		<u>(6)</u>	<u>(6)</u>	Common Stock	21,068.00 <u>(5)</u>	\$ 0	21,068	D	
RSU Award	<u>(3)</u>	02/14/2022		A		<u>(7)</u>	<u>(7)</u>	Common Stock	80,462.00 <u>(5)</u>	\$ 0	80,462	D	
RSU Award	<u>(3)</u>	02/14/2022		A		<u>(8)</u>	<u>(8)</u>	Common Stock	87,614.00 <u>(5)</u>	\$ 0	87,614	D	
RSU Award	<u>(3)</u>	02/14/2022		A		<u>(9)</u>	<u>(9)</u>	Common Stock	94,787.00 <u>(5)</u>	\$ 0	94,787	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PENG VICTOR 2485 AUGUSTINE DRIVE SANTA CLARA, CA 95054			President, AECG	

Signatures

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).

- Pursuant to the Agreement and Plan of Merger dated as of October 26, 2020, by and among Advanced Micro Devices, Inc. ("AMD"), Thrones Merger Sub, Inc., and Xilinx, Inc. ("Xilinx") (the "Agreement"), each share of Xilinx common stock issued and outstanding immediately prior to the effective time of the Merger was converted into the right to receive 1.7234 shares of AMD common stock. On February 11, 2022 (the last trading day prior to the Merger), the closing price per share of AMD common stock was \$113.18. The Reporting Person also received cash in lieu of fractional shares at the Average Parent Stock Price, as per the Agreement, of \$125.34.
- (1) AMD common stock. On February 11, 2022 (the last trading day prior to the Merger), the closing price per share of AMD common stock was \$113.18. The Reporting Person also received cash in lieu of fractional shares at the Average Parent Stock Price, as per the Agreement, of \$125.34.
 - (2) The shares are held by The Peng Family Trust.
 - (3) Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of AMD's common stock.
 - (4) The RSUs vest 1/3 on each of July 10, 2020, 2021 and 2022.
 - (5) Pursuant to the Agreement, each unvested Xilinx RSU outstanding immediately prior to the effective time of the Merger was converted into the right to receive 1.7234 RSUs of AMD common stock.
 - (6) The RSUs vest 1/4 on each of July 10, 2020, 2021, 2022 and 2023.
 - (7) The RSUs vest 1/4 on each of July 10, 2021, 2022, 2023 and 2024.
 - (8) The RSUs vest 1/3 on each of July 10, 2021, 2022 and 2023.
 - (9) The RSUs vest 1/4 on each of July 10, 2022, 2023, 2024 and 2025.

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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