
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 8-K

**Current Report Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934**

Date of Report (date of earliest event reported): July 17, 2002

ADVANCED MICRO DEVICES, INC.

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation)

1-7882
(Commission File Number)

94-1692300
(I.R.S. Employer
Identification No.)

One AMD Place, P.O. Box 3453
Sunnyvale, California
(address of principal executive offices)

94088-3453
(Zip Code)

Registrant's telephone number, including area code: (408) 732-2400

Item 5. *Other Events.*

On July 17, 2002, AMD reported sales of \$600,299,000 and a net loss of \$184,938,000, for the quarter ended June 30, 2002. The net loss amounted to \$0.54 per share.

Second quarter sales declined by 39 percent from the second quarter of 2001 and by 33 percent from the first quarter of 2002. In the second quarter of 2001, AMD reported total sales of \$985,264,000 and net income of \$17,352,000, or \$0.05 per diluted share. In the first quarter of 2002, AMD reported sales of \$902,073,000 and a net loss of \$9,163,000, or \$0.03 per share.

For the first six months of 2002, sales declined by 31 percent from the first six months of 2001. AMD reported sales of \$1,502,372,000 and a net loss of \$194,101,000, or \$0.57 per share. For the first six months of 2001, AMD reported sales of \$2,174,011,000 and net income of \$142,189,000, or \$0.43 per diluted share.

PC processor sales of \$380 million for the quarter fell by 35 percent compared to \$588 million in the second quarter of 2001. Processor sales declined by 44 percent from the \$684 million reported in the first quarter of 2002. Desktop unit sales were down while mobile processor unit sales were flat.

Second quarter sales of AMD memory products were down 45 percent compared to the second quarter of 2001, and were up nine percent from the first quarter of 2002. Memory sales were \$175 million in the second quarter compared with \$316 million in second quarter of 2001 and \$160 million in the first quarter of 2002. AMD flash memory unit shipments increased in the second quarter of 2002 and bit shipments were a record.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits

| <u>Number</u> | <u>Exhibit</u> |
|---------------|----------------------|
| 99.1 | Financial Statements |

Exhibit Index

| <u>Number</u> | <u>Exhibit</u> |
|---------------|----------------------|
| 99.1 | Financial Statements |

Advanced Micro Devices, Inc.
CONSOLIDATED BALANCE SHEETS
(Thousands)

| | June 30, 2002 | March 31, 2002 | Dec. 30, 2001* |
|---|---------------------|---------------------|---------------------|
| | (unaudited) | (unaudited) | |
| ASSETS | | | |
| Current assets: | | | |
| Cash, cash equivalents and short-term investments | \$ 1,099,943 | \$ 1,276,723 | \$ 869,997 |
| Accounts receivable, net | 534,929 | 692,165 | 659,783 |
| Inventories | 380,078 | 376,795 | 380,474 |
| Deferred income taxes | 236,152 | 162,820 | 155,898 |
| Prepaid expenses and other current assets | 166,963 | 151,377 | 286,957 |
| | <u>2,418,065</u> | <u>2,659,880</u> | <u>2,353,109</u> |
| Total current assets | 2,418,065 | 2,659,880 | 2,353,109 |
| Property, plant and equipment, net | 2,934,877 | 2,769,234 | 2,739,138 |
| Investment in joint venture | 378,164 | 353,352 | 363,611 |
| Other assets | 171,936 | 182,476 | 191,384 |
| | <u>\$ 5,903,042</u> | <u>\$ 5,964,942</u> | <u>\$ 5,647,242</u> |
| LIABILITIES AND STOCKHOLDERS' EQUITY | | | |
| Current liabilities: | | | |
| Accounts payable | \$ 258,641 | \$ 383,495 | \$ 304,990 |
| Accrued compensation and benefits | 128,641 | 133,401 | 129,042 |
| Accrued liabilities | 343,289 | 321,953 | 443,995 |
| Income taxes payable | 37,824 | 56,113 | 56,234 |
| Deferred income on shipments to distributors | 38,381 | 68,016 | 47,978 |
| Current portion of long-term debt, capital lease obligations and other | 367,360 | 264,029 | 331,698 |
| | <u>1,174,136</u> | <u>1,227,007</u> | <u>1,313,937</u> |
| Total current liabilities | 1,174,136 | 1,227,007 | 1,313,937 |
| Deferred income taxes | 75,438 | 104,661 | 105,305 |
| Long-term debt, capital lease obligations and other, less current portion | 1,141,060 | 1,123,671 | 672,945 |
| Stockholders' equity: | | | |
| Capital stock: | | | |
| Common stock, par value | 3,423 | 3,414 | 3,405 |
| Capital in excess of par value | 1,906,952 | 1,898,349 | 1,889,217 |
| Retained earnings | 1,601,580 | 1,786,517 | 1,795,680 |
| Accumulated other comprehensive income (loss) | 453 | (178,677) | (133,247) |
| | <u>3,512,408</u> | <u>3,509,603</u> | <u>3,555,055</u> |
| Total stockholders' equity | 3,512,408 | 3,509,603 | 3,555,055 |
| | <u>\$ 5,903,042</u> | <u>\$ 5,964,942</u> | <u>\$ 5,647,242</u> |

* Derived from the December 30, 2001 audited financial statements of Advanced Micro Devices, Inc.

Advanced Micro Devices, Inc.

CONSOLIDATED STATEMENTS OF OPERATIONS
 (Thousands except per share amounts)

| | Quarter Ended (Unaudited) | | | Six Months Ended (Unaudited) | |
|--|------------------------------|-------------------|-----------------|---------------------------------|------------------|
| | June 30, 2002 | March 31, 2002 | July 1, 2001 | June 30, 2002 | July 1, 2001 |
| Net sales | \$ 600,299 | \$ 902,073 | \$ 985,264 | \$ 1,502,372 | \$ 2,174,011 |
| Cost of sales | 558,290 | 586,874 | 636,199 | 1,145,164 | 1,351,029 |
| Research and development | 178,425 | 171,882 | 171,114 | 350,307 | 328,874 |
| Marketing, general and administrative | 160,248 | 156,860 | 156,291 | 317,108 | 305,429 |
| | <u>896,963</u> | <u>915,616</u> | <u>963,604</u> | <u>1,812,579</u> | <u>1,985,332</u> |
| Operating income (loss) | (296,664) | (13,543) | 21,660 | (310,207) | 188,679 |
| Interest and other income, net | 8,661 | 9,538 | 12,308 | 18,199 | 31,131 |
| Interest expense | (15,729) | (12,158) | (20,199) | (27,887) | (41,844) |
| | <u>(303,732)</u> | <u>(16,163)</u> | <u>13,769</u> | <u>(319,895)</u> | <u>177,966</u> |
| Income (loss) before income taxes and equity in net income (loss) of joint venture | (303,732) | (16,163) | 13,769 | (319,895) | 177,966 |
| Provision (benefit) for income taxes | (121,493) | (4,041) | 3,717 | (125,534) | 56,260 |
| | <u>(182,239)</u> | <u>(12,122)</u> | <u>10,052</u> | <u>(194,361)</u> | <u>121,706</u> |
| Income (loss) before equity in net income (loss) of joint venture | (182,239) | (12,122) | 10,052 | (194,361) | 121,706 |
| Equity in net income (loss) of joint venture | (2,699) | 2,959 | 7,300 | 260 | 20,483 |
| | <u>(184,938)</u> | <u>(9,163)</u> | <u>17,352</u> | <u>(194,101)</u> | <u>142,189</u> |
| Net Income (loss) | \$ (184,938) | \$ (9,163) | \$ 17,352 | \$ (194,101) | \$ 142,189 |
| Net income (loss) per common share | | | | | |
| Basic: | | | | | |
| Net Income (loss) | \$ (0.54) | \$ (0.03) | \$ 0.05 | \$ (0.57) | \$ 0.44 |
| Diluted: | | | | | |
| Net income (loss) | \$ (0.54) | \$ (0.03) | \$ 0.05 | \$ (0.57) | \$ 0.43 |
| Shares used in per share calculation | | | | | |
| —Basic | 341,782 | 340,806 | 330,120 | 341,294 | 322,234 |
| —Diluted | 341,782 | 340,806 | 340,533 | 341,294 | 332,183 |