

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

OMB APPROVAL

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Estimated average burden 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

(Finit of Type Responses)										
1. Name and Address of Reporting Po RUIZ HECTOR	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 DEVICE PLACE	TEC INC ONE AMD	3. Date of Earliest Transaction (Month/Day/Year) 04/28/2005					X_ Officer (give title below) Other (specify below) Chairman, CEO & Pres.			
(Street) SUNNYVALE, CA 94088-34:	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 Date (Month/Day/Ye		2A. Deemed Execution Date, if any (Month/Day/Year)	Code		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. 7. Natu Ownership of Indi Form: Benefi Direct (D) Owner	
			Code	V	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)

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	-		3A. Deemed	4.		5. Number		6. Date Exercisal	ole and				9. Number of		11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	ion	Derivative		Expiration Date		Underlying	Securities	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		Securities		(Month/Day/Year	:)	(Instr. 3 and	4)	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8))	Acquired (A)					(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					or Dispose	d of						Owned	Security:	(Instr. 4)
	Security					(D)							Following	Direct (D)	` '
						(Instr. 3, 4,							Reported	or Indirect	
						and 5)							Transaction(s)	(I)	
													(Instr. 4)	(Instr. 4)	
									E		Amount		,	,	
								Date Exercisable	Expiration	Title	or				
									Date		Number				
				Code	V	(A)	(D)				of Shares				
Employee															
Stock	\$ 14.16	04/28/2005		Α		125,000		04/28/2008(1)	04/28/2012	Common	125 000	\$ 0	125,000	D	
	\$ 14.10	04/26/2003		Λ		123,000		04/28/2008	04/20/2012	Stock	123,000	\$ 0	123,000		
Option															

Reporting Owners

Donastina Ossara Nassa / Addasa	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
RUIZ HECTOR ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453	X		Chairman, CEO & Pres.				

Signatures

Hector Ruiz	05/02/2005
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 125,000 shares to vest as follows: 33 1/3% on 4/28/06 then remaining shares vest monthly thorugh 4/28/08.

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.