FORM 4	
Check this box if no	

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

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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

(Print or Type Response	s)										
1. Name and Address o MCCOY THOMA	L	2. Issuer Name and ADVANCED MI			0 0	[AMD]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
ADVANCED MIC AMD PLACE	T ONE	3. Date of Earliest Transaction (Month/Day/Year) 05/04/2006						X_ Officer (give title below) Other (specify below) EVP, Chief Admin Officer			
SUNNYVALE, CA	2	4. If Amendment, Da	te Original I	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)	5			if Code (A) or Disposed of (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.

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.

#### 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)	Code	ion	5. Numb of Deriva Securitie Acquired (A) or Disposed (D) (Instr. 3, and 5)	ative s l l of	6. Date Exer Expiration I (Month/Day	Date /Year)	7. Title and of Underlyin Securities (Instr. 3 and	ng	Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported Transaction(s)	Derivative Security: Direct (D) or Indirect	Beneficial
				Code	v	(A)	(D)	Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option	\$ 33.95	05/04/2006		А		15,000		<u>(2)</u>	05/04/2013	Common Stock	15,000	\$ 0	15,000	D	
Restricted Stock Units	<u>(1)</u>	05/04/2006		А		6,000		<u>(3)</u>	(3)	Common Stock	6,000	\$ 0	6,000	D	

# **Reporting Owners**

Dementing Original Name / Address	Relationships							
Reporting Owner Name / Address	Director	Director 10% Owner Officer		Other				
MCCOY THOMAS M ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453			EVP, Chief Admin Officer					

# Signatures

Hollis M. O'Brien By Power of Attorney	05/08/2006		
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) Each restricted stock unit respresents a contingent right to receive one share of common stock.
- (2) The option vests 33 1/3% on 5/4/2007 then 2.7779% monthly for the next 2 years.
- (3) The restricted stock units vest 25% on 5/22/2007 then 6.25% every 3 months thereafter for the next 12 quarters.

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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