

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

OMB APPROVAL				
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0.5

hours per response.

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

Print or Type Responses	s)										
1. Name and Address of RICHARD HENRI	2. Issuer Name and ADVANCED M			~ -		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
ADVANCED MIC AMD PLACE	3. Date of Earliest To 03/16/2006	ransaction (I	Montl	n/Day/Yea	r)						
SUNNYVALE, CA	4	4. If Amendment, Da	ate Original	Filed	(Month/Day/	Year)	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 - No	on-De	erivative S	Securitie	nired, Disposed of, or Beneficially Own	ned		
1.Title of Security		2. Transaction	2A. Deemed	3. Transact	ion	4. Securit	ies Acqu	ired	5. Amount of Securities Beneficially	6.	7. Nature
(Instr. 3)		Date	Execution Date, if	Code		(A) or Di	sposed o	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.

Persons who respond to the collection of information contained SEC 1474 (9-02 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	2.	3. Transaction	3A. Deemed	4.		5. Numbe	er	6. Date Exer	cisable	7. Title and	Amount	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	ion	of Deriva	tive	and Expirati	on Date	of Underlyii	ıg	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		Securities	S	(Month/Day	/Year)	Securities		Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		Acquired				(Instr. 3 and	4)	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					(A) or							Owned	Security:	(Instr. 4)
	Security					Disposed	of						Following	Direct (D)	
						(D)							Reported	or Indirect	
						(Instr. 3,	4,						Transaction(s)	(I)	
						and 5)							(Instr. 4)	(Instr. 4)	
				Code	v	(A)		Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	<u>(1)</u>	03/16/2006		A		60,000		(2)	<u>(2)</u>	Common Stock	60,000	\$ 0	60,000	D	

## **Reporting Owners**

Donastina Ossara Nama / Addusa	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
RICHARD HENRI F ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453			EVP Chf Sales & Mkt Off				

## **Signatures**

Henri P. Richard	03/20/2006
**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) Vesting, restrictions and expiration as provided for by Long-Term Incentive Plan provisions 2006 through 2008 Cycle.

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.