FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

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

	2. Issuer Name and Ticker or Trading Symbol ADVANCED MICRO DEVICES INC [AMD]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
ONIE	3. Date of Earliest Transaction (Month/Day/Year) 07/25/2006						_X_ Officer (give title below) Other (specify below) EVP, CFO			
4.	4. If Amendment, Date 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			
(Zip)		Table I - No	on-De	erivative	Securitie	s Acqı	nired, Disposed of, or Beneficially Own	ed		
e onth/Day/Year)	Execution Date, if	Code		(A) or Di (Instr. 3,	sposed of		Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect	Beneficial Ownership	
(re	A diddle) 3 diddle) 0 diddle) 0 diddle) 2 didd	ADVANCED MI diddle) DNE 3. Date of Earliest Tra 07/25/2006 4. If Amendment, Da Zip) ransaction enth/Day/Year) any 2A. Deemed Execution Date, if any	ADVANCED MICRO DEV 3. Date of Earliest Transaction (MO7/25/2006) 4. If Amendment, Date Original F Table I - Note that the properties of	ADVANCED MICRO DEVICE ADVANCED MICRO DEVICE 3. Date of Earliest Transaction (Month. 07/25/2006 4. If Amendment, Date Original Filed(Interpretation) Table I - Non-Development Searcution Date, if any (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)	ADVANCED MICRO DEVICES INC 3. Date of Earliest Transaction (Month/Day/Year) 07/25/2006 4. If Amendment, Date Original Filed(Month/Day/Year) Table I - Non-Derivative : 2A. Deemed Execution Date, if any (Month/Day/Year) (Instr. 8) 3. Transaction (A) or Di (Instr. 3, 1)	ADVANCED MICRO DEVICES INC [AMD] 3. Date of Earliest Transaction (Month/Day/Year) 07/25/2006 4. If Amendment, Date Original Filed(Month/Day/Year) Table I - Non-Derivative Securities ansaction Execution Date, if nth/Day/Year) 2A. Deemed Execution Date, if nth/Day/Year) (Month/Day/Year) (Month/Day/Year) (A) or Disposed or (Instr. 8) (A) or (A	ADVANCED MICRO DEVICES INC [AMD] 3. Date of Earliest Transaction (Month/Day/Year) 07/25/2006 4. If Amendment, Date Original Filed(Month/Day/Year) Table I - Non-Derivative Securities Acquired Execution Date, if inth/Day/Year) 2A. Deemed Execution Date, if inth/Day/Year) (Month/Day/Year) (Month/Day/Year) (A) or (A) o	ADVANCED MICRO DEVICES INC [AMD] 3. Date of Earliest Transaction (Month/Day/Year) 07/25/2006 4. If Amendment, Date Original Filed(Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Own Tansaction Execution Date, if any (Month/Day/Year) 2A. Deemed Execution Date, if (Instr. 8) 2A. Deemed Execution Date, if (Month/Day/Year) (A) or Disposed of (D) (Instr. 3 and 4) (Check all applicat Director ————————————————————————————————————	ADVANCED MICRO DEVICES INC [AMD] 3. Date of Earliest Transaction (Month/Day/Year) 07/25/2006 4. If Amendment, Date Original Filed(Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Cansaction Execution Date, if any (Month/Day/Year) (Month/Day/Year) (A) or (Check all applicable) Other (specify below) EVP, CFO (A) Officer (give title below) (B) Officer (giv	

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code		on of Derivative		Expiration Date (Month/Day/Year)		of Underlying Securities		Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficial
				Code	V	(A)	(D)	Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option	\$ 17.81	07/25/2006		A		18,750		<u>(1)</u>	07/25/2013	Common Stock	18,750	\$ 0	18,750	D	
Restricted Stock Units	(2)	07/25/2006		A		7,500		(3)	(3)	Common Stock	7,500	\$ 0	7,500	D	

Reporting Owners

Dan antina Onna Nama / Addusa	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
RIVET ROBERT J ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453			EVP, CFO					

Signatures

Robert J. Rivet	07/26/2006
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) The option vests 33 1/3% on 5/4/2007 then 2.7779% monthly for the next 2 years.
- (2) Each restricted stock unit respresents a contingent right to receive one share of common stock.
- (3) The restricted stock units vest 25% on 5/9/2007 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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