

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

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden
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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

Print or Type Responses)											
Name and Address of Reporting Person   RIVET ROBERT J	2. Issuer Name and Ticker or Trading Symbol ADVANCED MICRO DEVICES INC [AMD]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
ADVANCED MICRO DEVICES, INC PLACE	., ONE AMD	3. Date of Earliest Transaction (Month/Day/Year) 05/15/2008					_X_ Officer (give title below) Other (specify below) EVP, CFO				
(Street) SUNNYVALE, CA 94088-3453	4	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line)  _X_Form filed by One Reporting PersonForm filed by More than One Reporting Person			
(City) (State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
()	2. Transaction Date (Month/Day/Year)	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)		7. Nature of Indirect Beneficial Ownership	
			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 SEC 1474 (9-02) 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)

(e.g., puts, cans, warrants, options, convertible securities)															
1. Title of	2.	3. Transaction	3A. Deemed	4.		5. Number	of	6. Date Exer	cisable and	7. Title and	Amount	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	tion	Derivative		Expiration I	Date	of Underlyin	ng .	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		Securities		(Month/Day	/Year)	Securities		Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	)	Acquired (	(A)			(Instr. 3 and	4)	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative				or Disposed							Owned	Security:	(Instr. 4)	
	Security				of (D)							Following	Direct (D)		
					(Instr. 3, 4,							Reported	or Indirect		
				and 5)							Transaction(s)	(I)			
											Amount		(Instr. 4)	(Instr. 4)	
								Date	Expiration		or				
								Exercisable	*	Title	Number				
				Code	v	(A)	(D)		Date		of Shares				
				Coue	v	(A)	(D)				or snares				
Employee										Common					
Stock	\$ 7.41	05/15/2008		Α		55,000		(1)	05/15/2015	Common	55,000	\$ 0	55,000	D	
Option						,				Stock	Í		, i		
										_					
RSU	(2)	05/15/2008		Α		110,000		(3)	05/15/2015	Common	110 000	\$ 0	110,000	D	
Award	(2)	03/13/2000		11		110,000			03/13/2013	Stock	110,000	ΨΟ	110,000	D	

### **Reporting Owners**

P. C. N. /All	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**

Faina Medzonsky By Power of Attorney	05/19/2008		
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) This option vests 33 1/3% on 5/15/2009 then 8.33% quarterly for the next two years.
- (2) Each restricted stock unit respresents a contingent right to receive one share of common stock.

(3) This award vests 33 1/3% on 8/9/2009 then 33 1/3% annually for the next two years.	
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.	