

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

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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 BARNES W MICI		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 MIC AMD PLACE	C., ONE	3. Date of Earliest Transaction (Month/Day/Year) 11/01/2004							er (specify belov	v)	
SUNNYVALE, CA	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			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security		2. Transaction	2A. Deemed	3. Transacti	on	4. Securi	ties Acqu	ired	5. Amount of Securities Beneficially	6.	7. Nature
(Instr. 3)		Date	Execution Date, if			(A) or Disposed of (D) (Instr. 3, 4 and 5)			Owned Following Reported	Ownership	of Indirect
		(Month/Day/Year)	any						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.

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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. Num	ber	6. Date Exercisab	ole and	7. Title and	Amount	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	tion of			Expiration Date		of Underlying		Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		Derivat	ive	(Month/Day/Year	r)	Securities		Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8))	Securities				(Instr. 3 and 4)		(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Acquired							Owned	Security:	(Instr. 4)
	Security					(A) or						Following	Direct (D)		
						Dispose	•					*	or Indirect		
						of (D)							Transaction(s)		
						(Instr. 3	, 4,						(Instr. 4)	(Instr. 4)	
						and 5))								
											Amount				
									Expiration		or				
								Date Exercisable	Date	Title	Number				
									Date		of				
				Code	V	(A)	(D)				Shares				
Stock															
Option	\$ 17.34	11/01/2004		Α		6,250		04/30/2007(1)	11/01/2014	Common	6,250	\$ 0	6,250	D	
Award						-,		01/30/2007		Stock	2,200		-,200		

Reporting Owners

P. (1. O. N. /411	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
BARNES W MICHAEL ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453	X							

Signatures

W. M. Barnes	11/01/2004
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) Option to buy 6,250 shares to vest as follows: 2,083 shares on 4/30/2005 then remaining shares vest monthly through 4/30/2007.

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.	