

Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

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

EXCHANGE COMMISSION
. 20549

OMB |
Estima

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

| (Print or Type Responses) | | | | | | | | | | |
|--|--|--|------------|--|--|--|---|--|--------------------|---|
| 1. Name and Address of Reporting Person *BARNES W MICHAEL | | 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 MICRO DEVICES, INC AMD PLACE | | 3. Date of Earliest Transaction (Month/Day/Year) 08/01/2005 | | | | | | her (specify below | v) | |
| (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 | | | | | | | | |
| (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | (Instr. 8) | | | ities Acquisposed o 4 and 5) (A) or (D) | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | Ownership Form: | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Reminder: Report on a separate line for each claindirectly. | ass of securities ben | neficially owned dire | ا | | | | | e collection of information contain d to respond unless the form displa | | 1474 (9-02) |
| 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. Num | ber | 6. Date Exercisable and | | 7. Title and Amount | | 8. Price of | 9. Number of | 10. | 11. Nature | |
|---|-------------|-------------|------------------|--------------------|------------|-----|------------|---------|-------------------------|------------------|---------------------|------------|--------------|----------------|-------------|-------------|--|
| | Derivative | Conversion | Date | Execution Date, if | Transact | ion | n of | | Expiration Date | | of Underlying | | Derivative | Derivative | Ownership | of Indirect | |
| | Security | or Exercise | (Month/Day/Year) | any | Code | | Derivative | | (Month/Day/Year) | | Securities | | Security | Securities | Form of | Beneficial | |
| | (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) |) | Securiti | urities | | (Instr. 3 and 4) | | (Instr. 5) | Beneficially | Derivative | Ownership | | |
| | | Derivative | | | | | Acquire | ed | | | | | | Owned | Security: | (Instr. 4) | |
| | | Security | | | | | (A) or | | | | | | | Following | Direct (D) | | |
| | | | | | | | Dispose | ed | | | | | | Reported | or Indirect | | |
| | | | | | | | of (D) | | | | | | | Transaction(s) | (I) | | |
| | | | | | | | (Instr. 3 | , 4, | | | | | | (Instr. 4) | (Instr. 4) | | |
| | | | | | | | and 5) | | | | | | | | | | |
| | | | | | | | | | | | | Amount | | | | | |
| | | | | | | | | | | | | or | | | | | |
| | | | | | | | | | Date Exercisable | Expiration | Title | Number | | | | | |
| | | | | | | | | | | Date | of | | | | | | |
| | | | | | Code | V | (A) | (D) | | | | Shares | | | | | |
| ĺ | Stock | | | | | | | | | | | | | | | | |
| | Option | \$ 20.05 | 08/01/2005 | | Α | | 6,250 | | 04/30/2008(1) | 08/01/2015 | Common | 6,250 | \$ 0 | 6,250 | D | | |
| | Award | Ψ 20.03 | 00/01/2003 | | 2.1 | | 0,230 | | 04/30/2008 | 00/01/2013 | Stock | 0,230 | ΨΟ | 0,230 | | | |
| | Awara | | | | | | | | | | | | | | | i | |

Reporting Owners

| Donastina Coman Nama / Addings | 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. Michael Barnes | 08/01/2005 |
|---------------------------------|------------|
| **Signature of Reporting Person | Date |

Explanation of Responses:

- \star 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) Grant of option to buy 6,250 shares to vest as follows: 33 1/3% on 4/30/2006 then remaining shares vest monthly through 4/30/2008.

| 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. | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |
| | |