

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

OMB APPROV	AL
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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

(1 fillt of Type Responses)											
1. Name and Address of Reporting Person * WOLIN HARRY A	2. Issuer Name <b>and</b> ADVANCED MI		_	-	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) 07/28/2004							er (specify below sel	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 Person  Form filed by More than One Reporting Person			
(City) (State)	(Zip)	Table I - Non-Derivative Securities Acqu						uired, Disposed of, or Beneficially Owne	d		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, if	Code		(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. 7. Nati Ownership of Indi Form: Benefi Direct (D) Owner		
			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 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)

				(0.)		, , .		, op,		,					
1. Title of	2.	3. Transaction	3A. Deemed	4.		5. Num	ber	6. Date Exercisal	le and	7. Title and	Amount	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transac	tion	of		Expiration Date		of Underlying		Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		Derivat	ive	(Month/Day/Year)		Securities		Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	)	Securit	ies			(Instr. 3 and	4)	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Acquir	ed						Owned	Security:	(Instr. 4)
	Security					(A) or							Following	Direct (D)	
						Dispos	ed						Reported	or Indirect	
						of (D)							Transaction(s)	(I)	
						(Instr. 3	3, 4,						(Instr. 4)	(Instr. 4)	
						and 5)									
											Amount				
											or				
								Date Exercisable	Expiration	Title	Number				
									Date		of				
				Code	V	(A)	(D)				Shares				
Employee										a					
Stock	\$ 11.33	07/28/2004		Α		8,750		04/30/2008(1)	07/28/2014	Common	8 750	\$ 0	8,750	D	
Option	4 11.00					,,,,,,		0 1/30/2000	377 = 37 = 01 1	Stock	2,.00	-	2,,00		

## **Reporting Owners**

Donastina Comana Nama / Addinga	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
WOLIN HARRY A ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453			SVP, General Counsel				

## **Signatures**

Harry Wolin	07/29/2004
**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) Grant of option to buy 8,750 shares to vest as follows: 25% on 4/30/2005 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.
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