

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

OMB APPROVAL

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

| (Fillit of Type Kesponses) | | | | | | | | | | | |
|---|--|--|------------|---|--------------------------------|---|--|--|------------|-------------------------|--|
| 1. Name and Address of Reporting Person * WOLIN HARRY A | 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, IN AMD PLACE | 3. Date of Earliest Transaction (Month/Day/Year) 12/15/2008 | | | | | Officer (give title below) X_ Other (specify below) SVP, General Counsel | | | | | |
| (Street) SUNNYVALE, CA 94088-3453 | 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 | | | | | | | | | |
| () | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | (Instr. 8) | | 4. Securi (A) or Di (Instr. 3, | isposed o 4 and 5) | f (D) | Transaction(s) (Instr. 3 and 4) | - | Beneficial Ownership | |
| | | | 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 SEC 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)

| | · | (Month/Day/Year) | Code |) | 5. Numbor of Deriva Securities Acquired (A) or Disposed (D) (Instr. 3, and 5) | ative s l | ive Expiration Date (Month/Day/Year) | | of Underlying Securities | | Derivative Security (Instr. 5) | 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 | | | | |
| Stock Option Gran | on \$ 2.21 | 12/15/2008 | A | | 99,900 | | <u>(1)</u> | 12/15/2015 | Common Stock | 99,900 | \$ 0 | 99,900 | D | |

Reporting Owners

| Descrition Occurrent Name / Address | Relationships | | | | | | |
|--|---------------|-----------|---------|----------------------|--|--|--|
| Reporting Owner Name / Address | | 10% Owner | Officer | Other | | | |
| WOLIN HARRY A ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453 | | | | SVP, General Counsel | | | |

Signatures

| Harry A. Wolin | 12/16/2008 |
|-------------------------------|------------|
| 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 50% on 12/15/2009 then 50% on 12/15/2010.

| 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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| 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. | |
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