| FORM 4 | 4 |
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| Check this box if no |
|------------------------|
| longer subject to |
| Section 16. Form 4 or |
| Form 5 obligations may |

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response .. 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

⁷ Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment continue. See Company Act of 1940 Instruction 1(b).

| (Print or Type Response | S) | | | | | | | | | | | |
|--|-----------------------------|--------------------------------|--|--------|--------------|---|---|-------|--|------------|-------------------------|--|
| 1. Name and Address of EDWARDS WILL | | 2. Issuer Name and ADVANCED MI | | 0 | 2 | AMD] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | | |
| ADVANCED MIC PLACE | (First) RO DEVICES, INC. | ONTEAND | 3. Date of Earliest Transaction (Month/Day/Year) 04/28/2005 | | | | | | X_Officer (give title below)Other (specify below) SVP, Chief Strategy Officer | | | |
| SUNNYVALE, CA | 4 | I. If Amendment, Dat | e Original F | iled(M | Ionth/Day/Ye | ear) | 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 Acquired, Disposed of, or Beneficially Owned | | | | | | | | | |
| 1. Title of Security (Instr. 3) | 5 | | Execution Date, if | Code | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or | | f (D) | 5. Amount of Securities Beneficially Owned Following Reported 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 a SEC 1474 (9-02) 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. Numbe | er | 6. Date Exercisab | ole and | 7. Title and | Amount | 8. Price of | 9. Number of | 10. | 11. Nature |
| Derivative | Conversion | Date | Execution Date, if | Transac | tion | n of Derivative | | Expiration Date | of Underlying | | Derivative | Derivative | Ownership | of Indirect | |
| Security | or Exercise | (Month/Day/Year) | any | Code | | Securities | | (Month/Day/Year) | | Securities S | | Security | Securities | Form of | Beneficial |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8 |) | Acquired | l | | | (Instr. 3 and 4) (Instr. 5) | | Beneficially | Derivative | Ownership | |
| | Derivative | | | | | (A) or | | | | | | | Owned | Security: | (Instr. 4) |
| | Security | | | | | Disposed | l of | | | | | | 0 | Direct (D) | |
| | | | | | | (D) | | | | | | | 1 | or Indirect | |
| | | | | | | (Instr. 3, | 4, | | | | | | Transaction(s) | < / s | |
| | | | | | | and 5) | | | | | | | (Instr. 4) | (Instr. 4) | |
| | | | | | | | | | | | Amount | | | | |
| | | | | | | | | | Expiration | | or | | | | |
| | | | | | | | | Date Exercisable | Date | Title | Number | | | | |
| | | | | | | | | | Date | | of | | | | |
| | | | | Code | V | (A) | (D) | | | | Shares | | | | |
| Employee | | | | | | | | | | G | | | | | |
| Stock | \$ 14.16 | 04/28/2005 | | А | | 17,500 | | 04/28/2008(1) | 04/28/2012 | Common | 17.500 | \$ 0 | 17,500 | D | |
| Option | + | | | | | , | | 04/20/2000 | | Stock | , | ÷ ¢ | 1,200 | | |

Reporting Owners

| | | Relationships | | | | | | | |
|--|----------|---------------|-----------------------------|-------|--|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | | |
| EDWARDS WILLIAM T ADVANCED MICRO DEVICES, IN ONE AMD PLACE SUNNYVALE, CA 94088-3453 | С. | | SVP, Chief Strategy Officer | | | | | | |

Signatures

05/02/2005 William T. Edwards 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 17,500 shares to vest as follows: 33 1/3% on 4/28/2006 then remaining shares vest monthly through 4/28/2008.

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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