FORM	4
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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).

(Print or Type Responses)

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

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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 Responses	s)												
1. Name and Address of EDWARDS WILL	2. Issuer Name an ADVANCED M			0 2		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner							
ADVANCED MIC AMD PLACE	RO DEVICES, I	NIC ONE	3. Date of Earliest Transaction (Month/Day/Year) 02/09/2006						X_ Officer (give title below) Other (specify below) SVP, Chief Innovation Officer				
SUNNYVALE, CA	(Street) . 94088-3453		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 Acquired, Disposed of, or Beneficially Owned										
1.Title of Security		2. Transaction	2A. Deemed	3. Transaction		4. Securities Acquired			5. Amount of Securities Beneficially	6.	7. Nature		
(Instr. 3)		Date	Execution Date, if	Date, if Code		(A) or Disposed of (D)			Owned Following Reported	Ownership	of Indirect		
		(Month/Day/Year)	any	(Instr. 8)		(Instr. 3, 4 and 5)			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 S contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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 Exer	cisable	7. Title and	Amount	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	ion	of		and Expiration Date		of Underlying		Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code				(Month/Day/Year)		Securities		Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8))	Securiti	es			(Instr. 3 and 4)		(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Acquire	ed						Owned	5	(Instr. 4)
	Security					(A) or							Following	Direct (D)	
						Dispose	ed							or Indirect	
						of (D)							Transaction(s)	· /	
						(Instr. 3	, 4,						(Instr. 4)	(Instr. 4)	
						and 5)									
											Amount				
								Date	Expiration Data		or				
								Exercisable	Date	Title	Number				
				C. I.	x 7						of				
				Code	V	(A)	(D)				Shares				
Restricted Stock		02/09/2006		А		7,000		(2)	(2)	Common	7,000	\$ 0	7,000	D	
Units	<u>(1)</u>	02/09/2000		A		7,000		<u>(-)</u>	<u>(-)</u>	Stock	7,000	\$0	7,000	D	

Reporting Owners

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

Signatures

William T. Edwards

02/13/2006 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) Each restricted stock unit respresents a contingent right to receive one share of common stock.
- (2) The restricted stock units vest 33 1/3% on 8/9/2006 then 6.6667% every 3 months thereafter for the next 10 quarters.

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.