

longer subject to

may continue. See

1. Title of Security

(Instr. 3)

Check this box if no Section 16. Form 4 or Form 5 obligations

#### 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

ilistruction 1(b).	* *	
Print or Type Responses)		
. Name and Address of Reporting Person * FLECK JAMES D	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
(Last) (First) (Middle) ADVANCED MICRO DEVICES, INC., ONE AMD PLACE	3. Date of Earliest Transaction (Month/Day/Year) 10/25/2006	Officer (give title below) Other (specify below)
(Street) SUNNYVALE, CA 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)	Tabla I - Nan Darivativa Sacuritias Acqu	urad Disposed of or Reneficially Owned

3. Transaction

Code

(Instr. 8)

Code

2A. Deemed

Execution Date, if

(Month/Day/Year)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

2. Transaction

(Month/Day/Year)

Date

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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

5. Amount of Securities Beneficially

Owned Following Reported

Transaction(s)

(Instr. 3 and 4)

4. Securities Acquired

(A) or Disposed of (D)

(A) or

(D)

Price

(Instr. 3, 4 and 5)

Amount

SEC 1474 (9-02)

7. Nature

Beneficial Ownership

(Instr. 4)

Ownership of Indirect

Form:

(I)

Direct (D) or Indirect

(Instr. 4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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			3A. Deemed	4.		5. Number		6. Date Exercis		7. Title and				10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	ion	of Derivative		Expiration Date		of Underlying		Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		Securities		(Month/Day/Year)		Securities		Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	)	Acquired				(Instr. 3 and 4)		(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					(A) or		ì					Owned	Security:	(Instr. 4)
	Security					Disposed	of						Following	Direct (D)	
	,					(D)							_	or Indirect	
						(Instr. 3,	4						Transaction(s)		
						and 5)	-,						( )	(Instr. 4)	
						una 5)							(IIISti. 1)	(IIISU. 1)	
											Amount				
								Date	Expiration		or				
								Exercisable	Date	Title	Number				
								Exercisable	Date		of				
				Code	V	(A)	(D)				Shares				
Common	A 0 10	10/05/0006				22 000		10/25/2006	01/21/2005	Common	22 000		22.000	,	
Stock	\$ 9.18	10/25/2006		Α		23,990		10/25/2006	01/31/2007	Stock	23,990	(1)	23,990	D	
Cemmon	\$ 19.03	10/25/2006		Α		23,990		10/25/2006	01/31/2008	Common Stock	23 990	(2)	23,990	D	
Stock	Ψ 17.03	10/23/2000		2 1		23,770		10,23/2000	01/31/2000	Stock	25,770	(2)	23,770	D	

### **Reporting Owners**

D C O N /AH	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
FLECK JAMES D ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453	X						

## **Signatures**

Hollis M. O'Brien By Power of Attorney	10/27/2006		
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)	Received in connection with the Acquisition ("Acquisition") of ATI Technologies Inc. ("ATI") by Advanced Micro Devices, Inc., which included the assumption of ATI's employee stock option plan, in exchange for an employee stock option to acquire 25,000 shares of ATI common stock for (CAD) \$9.92 per share.
(1)	option plan, in exchange for an employee stock option to acquire 25,000 shares of ATI common stock for (CAD) \$9.92 per share.

(2) Received in connection with the Acquisition of ATI by Advanced Micro Devices, Inc., which included the assumption of ATI's employee stock option plan, in exchange for an employee stock option to acquire 25,000 shares of ATI common stock for (CAD) \$20.58 per share.

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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