

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

OMB APPROVAL

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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)												
1. Name and Address of R Papermaster Mark D		2. Issuer Name and ADVANCED MI		_	-	MD]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner					
ADVANCED MICRO PLACE	ONTEAND	3. Date of Earliest Transaction (Month/Day/Year) 11/02/2016						_X_ Officer (give title below) Other (specify below) SVP & Chief Technology Officer				
SUNNYVALE, CA 9	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 Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	Execution Date, if	(Instr. 8)		4. Securities Acquired (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. Ownership Form:	7. Nature of Indirect Beneficial Ownership	
			[Monul/Day/Teal]	Code	V	Amount	(A) or (D)	Price	(IIISU. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	(Instr. 4)	
Common Stock		11/02/2016		M		515,102	A	\$ 0	1,032,492	D		
Common Stock		11/04/2016		S		271,454 (1).	D	\$ 6.61 (2)	761,038	D		

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

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SEC 1474 (9-02)

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

Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)		Derivative		and Expiration Date		Underlying Securities (Instr. 3 and 4)		Derivative Security (Instr. 5)	Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficial
				Code	v	(A)	(D)	Date Exercisable	Expiration Date		Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
Performance Stock Units	\$ 0	11/02/2016		М			515,102 .( <u>4)</u>	.(3).	(3).	Common Stock	515,102.00	\$ 0	515,102 (5).	D	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	Director 10% Owner Officer							
Papermaster Mark D ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453			SVP & Chief Technology Officer						

#### **Signatures**

/s/ Mark Papermaster	11/04/2016
**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) Represents the number of shares required to be sold by Reporting Person to cover tax withholding obligations in connection with vesting of Reporting Person's Performance-based Restricted Stock Units ("PRSUs").
- (2) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$6.47 to \$6.72 per share, inclusive. The reporting person

undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

- The number of PRSUs that may be earned is based on a three-year compound annual growth rate milestone related to AMD's closing stock price that may be attained within the three-year performance period that began on August 15, 2015 and ends on August 15, 2018 (the "Performance Period"), with the potential payout levels of PRSUs at 50%, 100%, 200% and 250% of the target number of PRSUs granted, provided however, no more than 50% of the PRSU Award shall vest on the first anniversary of the grant date and 50% shall vest at the end of the Performance Period, to the extent earned.
- The reported number of securities represents 50% of the earned number of shares subject to the 2015 PRSUs, that were issuable on the date the Compensation and Leadership Resources Committee certified performance.
- (5) The reported number of securities represents the remaining 50% of the number of shares that will vest at the end of the Performance Period subject to the Reporting Person's continued employment.

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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