Check this box if no 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
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

## (Print or Type Responses)

| 1. Name and Address of Reporting Person * Norrod Forrest Eugene |  | 2. Issuer Name and Ticker or Trading Symbol ADVANCED MICRO DEVICES INC [AMD] |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| ONE AMD PLACE ${ }^{\text {(Last) }}$ | (Middle)3.  <br>  0 | 3. Date of Earliest Transaction (Month/Day/Year) 08/09/2017 |  |  |  |  |  |  |  |  |
| SUNNYVALE, CA 94085 |  | 4. If Amendment, Date Original Filed(Month/Day/Year) |  |  |  |  |  | 6. Individual or Joint/Group Filing(Check Applicable Line) <br> X_Form filed by One Reporting Person <br> 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 <br> (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |  | 4. Securities Acquired <br> (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. <br> Ownership <br> Form: <br> Direct (D) <br> or Indirect <br> (I) <br> (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|  |  |  | Code | V | Amount | (A) or (D) | Price |  |  |  |
| Common Stock | 08/09/2017 |  | M |  | 32,854 | A | \$ 0 | 720,657 | D |  |
| Common Stock | 08/10/2017 |  | S |  | $\begin{aligned} & 14,196 \\ & (1) \end{aligned}$ | D | \$ <br> 12.46 <br> (2) | 706,461 | D |  |

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
SEC 1474 (9-02) this form are not required to respond unless the form displays a currently valid OMB control number

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Derivative Security (Instr. 3) | 2. <br> Conversion or Exercise Price of Derivative Security | 3. Transaction Date <br> (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. <br> Transaction <br> Code <br> (Instr. 8) |  | 5. Number of <br> Derivative <br> Securities <br> Acquired (A) or <br> Disposed of (D) <br> (Instr. 3, 4, and 5) |  | 6. Date Exercisable and Expiration Date (Month/Day/Year) |  | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |  | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative <br> Securities <br> Beneficially <br> Owned <br> Following <br> Reported <br> Transaction(s) <br> (Instr. 4) | 10. <br> Ownership <br> Form of <br> Derivative <br> Security: <br> Direct (D) <br> or Indirect <br> (I) <br> (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  | Code | V | (A) | (D) | Date <br> Exercisable | Expiration Date | Title | Amount or Number of Shares |  |  |  |  |
| Restricted <br> Stock <br> Units | (3) | 08/09/2017 |  | M |  |  | 32,854 | (4) | (4) | $\begin{gathered} \text { Common } \\ \text { Stock } \end{gathered}$ | 32,854.00 | \$ 0 | 65,718 | D |  |
|  | \$ 12.83 | 08/09/2017 |  | A |  | 86,894 |  | (5) | 08/09/2024 | Common Stock | 86,894.00 | \$ 0 | 86,894 | D |  |
| RSU Award | \$ 0 (3). | 08/09/2017 |  | A |  | 36,982 |  | (6) | (6) | Common Stock | 36,982.00 | \$ 0 | 36,982 | D |  |
| PRSU Award | \$ 0 ( ${ }^{(7)}$. | 08/09/2017 |  | A |  | 73,964 |  | (8) | (8) | Common Stock | 73,964.00 | \$ 0 | 73,964 | D |  |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |  |  |  |
| :--- | :--- | :--- | :--- | :--- |
|  | Director | $10 \%$ Owner | Officer | Other |
| Norrod Forrest Eugene <br> ONE AMD PLACE <br> SUNNYVALE, CA 94085 |  |  | SVP \& GM EESC |  |

## Signatures

/s/ Forrest Eugene Norrod

## Explanation of Responses:

[^0]
## ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. $78 \mathrm{ff}(\mathrm{a})$.

1) Represents shares automatically sold pursuant to an irrevocable sell to cover election to satisfy tax withholding obligations in connection with the Reporting Person's Restricted Stock Unit ("RSU") vesting.
Transaction executed in multiple trades at prices ranging from $\$ 12.17$ to $\$ 12.92$ per share, inclusive. The price reported in column 4 above reflects the weighted average sale price per share. The
(2) Reporting Person hereby undertakes to provide the SEC staff, the Issuer or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.
(3) Each RSU represents a contingent right to receive one share of AMD's common stock.
(4) The RSUs vest $1 / 3$ on each of August $9,2017,2018$ and 2019.
(5) The options vest $1 / 3$ on each of August $9,2018,2019$ and 2020.
(6) The RSUs vest $1 / 3$ each on August 9, 2018, 2019 and 2020.

Each performance based restricted stock unit ("PRSU") represents a contingent right to receive one share of AMD's common stock. The number of PRSUs that may be earned is between $0 \%$ and $250 \%$
(7) of the target number of PRSUs; provided that, the maximum number of PRSUs that may be earned is capped at the number equal to (i) eight times the target value of the PRSU award, divided by (ii) the closing price of the Company's stock on the last day of a three-year performance period ending on August 9, 2020 (the "Performance Period").
(8) The actual number of PRSUs that may be earned, if at all, is contingent upon the achievement of pre-established performance metrics over the Performance Period. Earned and vested PRSUs will generally be settled on the later of August 15,2020 , or the date following the Compensation Committee's certification of performance.

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.


[^0]:    * If the form is filed by more than one reporting person, see Instruction 4(b)(v).

