

FORM 4

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

OMB APPROVAL	
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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).

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 Reporting Person [*] PENG VICTOR			2. Issuer Name and Ticker or Trading Symbol ADVANCED MICRO DEVICES INC [AMD]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ President, AECG		
(Last) 2485	(First) AUGUSTINE	(Middle) DRIVE	3. Date of Earliest Transaction (Month/Day/Year) 04/25/2022			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(Street) SANTA CLARA, CA 95054			4. If Amendment, Date Original Filed (Month/Day/Year)					
(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)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (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: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/29/2022		M		55,924 (1) (2)	A	\$ 0	190,864	D	
Common Stock	04/29/2022		F		27,728	D	\$ 90.69	163,136	D	
Common Stock								243,873	I	Trust

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

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

1. Title of Derivative 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)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (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 Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Performance Stock Units	(3)	04/25/2022		A		111,849 (2)		(4)	(4)	Common Stock	111,849.00	\$ 0	111,849	D	
Performance Stock Units	(3)	04/29/2022		M		55,924		(4)	(4)	Common Stock	55,924.00	\$ 0	55,925	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PENG VICTOR 2485 AUGUSTINE DRIVE SANTA CLARA, CA 95054			President, AECG	

Signatures

/s/Linda Lam by Power of Attorney for Victor Peng 05/03/2022
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) Reflects shares that were accelerated and issued in settlement of earned performance-based stock units ("PSUs") granted by Xilinx, Inc. ("Xilinx") on July 12, 2021 in accordance with the terms of the Reporting Person's offer letter.

(2) Pursuant to the Agreement and Plan of Merger dated as of October 26, 2020, by and among Advanced Micro Devices, Inc. ("AMD"), Thrones Merger Sub, Inc., and Xilinx, each share of Xilinx common stock issued and outstanding immediately prior to the effective time of the Merger was converted into the right to receive 1.7234 shares of AMD common stock. On February 13, 2022 (the day prior to the Merger), the closing price of one share of AMD common stock was \$125.34.

(3) Each performance stock unit represents a contingent right to receive one share of AMD's common stock.

(4) Reflects earned Xilinx PSUs granted July 12, 2021 that remain subject to service-vesting conditions in accordance with the terms of the Reporting Person's offer letter. The vesting of 55,924 units were accelerated on April 29, 2022 and the remaining units vest as follows, subject to continued service: 1/3 on each of July 12, 2022, 2023 and 2024.

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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