

FORM 4

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

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)

1. Name and Address of Reporting Person * EBY THOMAS			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) Ex. V.P., FASL LLC		
(Last) ADVANCED MICRO DEVICES, INC., ONE AMD PLACE	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/30/2004					
(Street) SUNNYVALE, CA 94088-3453			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> 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)	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			

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
Employee Stock Option	\$ 14.86	01/30/2004		A		28,688		07/28/2004 ⁽¹⁾	04/23/2007	Common Stock	28,688	⁽²⁾	28,688	D	
Employee Stock Option	\$ 14.86	01/30/2004		A		31,746		07/25/2005 ⁽³⁾	04/26/2010	Common Stock	31,746	⁽⁴⁾	31,746	D	
Employee Stock Option	\$ 14.86	01/30/2004		A		18,987		04/28/2005 ⁽⁵⁾	08/16/2010	Common Stock	18,987	⁽⁶⁾	18,987	D	
Employee Stock Option	\$ 14.86	01/30/2004		A		24,590		07/25/2006 ⁽⁷⁾	11/17/2010	Common Stock	24,590	⁽⁸⁾	24,590	D	
Employee Stock Option	\$ 14.86	01/30/2004		A		3,164		04/25/2006 ⁽⁹⁾	04/25/2011	Common Stock	3,164	⁽¹⁰⁾	3,164	D	
Employee Stock Option	\$ 14.86	01/30/2004		A		4,098		04/25/2006 ⁽¹¹⁾	07/13/2011	Common Stock	4,098	⁽¹²⁾	4,098	D	
Employee Stock Option	\$ 14.86	01/30/2004		A		12,500		05/01/2008 ⁽¹³⁾	05/01/2013	Common Stock	12,500	⁽¹⁴⁾	12,500	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EBY THOMAS ADVANCED MICRO DEVICES, INC.			Ex. V.P., FASL LLC	

Signatures

Thomas Eby

02/03/2004

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) Grant of option to buy 28,688 shares to vest 100% on 7/28/04.
- (2) Pursuant to an agreement between the reporting person and the Issuer, the option granted represents the replacement of an option granted to the reporting person on 4/23/97, which option was cancelled on July 28, 2003 in exchange for the future grant of a new option having a lower exercise price.
- (3) Grant of option to buy 31,746 shares to vest as follows: 23,809 shares on 7/28/04, 661 shares on 8/25/04 and remaining shares monthly through 7/25/05.
- (4) Pursuant to an agreement between the reporting person and the Issuer, the option granted represents the replacement of an option granted to the reporting person on 4/26/00, which option was cancelled on July 28, 2003 in exchange for the future grant of a new option having a lower exercise price.
- (5) Grant of option to buy 18,987 shares to vest as follows: 15,189 shares on 7/28/04 and remaining shares monthly through 4/28/05.
- (6) Pursuant to an agreement between the reporting person and the Issuer, the option granted represents the replacement of an option granted to the reporting person on 8/16/00, which option was cancelled on July 28, 2003 in exchange for the future grant of a new option having a lower exercise price.
- (7) Grant of option to buy 24,590 shares to vest as follows: 12,294 shares on 7/28/04, 512 shares on 8/25/04 and remaining shares monthly through 7/25/06.
- (8) Pursuant to an agreement between the reporting person and the Issuer, the option granted represents the replacement of an option granted to the reporting person on 11/17/00, which option was cancelled on July 28, 2003 in exchange for the future grant of a new option having a lower exercise price.
- (9) Grant of option to buy 3,164 shares to vest as follows: 1,779 shares on 7/28/04, 65 shares on 8/25/04 and remaining shares monthly through 4/25/06.
- (10) Pursuant to an agreement between the reporting person and the Issuer, the option granted represents the replacement of an option granted to the reporting person on 4/25/01, which option was cancelled on July 28, 2003 in exchange for the future grant of a new option having a lower exercise price.
- (11) Grant of option to buy 4,098 shares to vest as follows: 2,304 shares on 7/28/04, 85 shares on 8/25/04 and remaining shares monthly through 4/25/06.
- (12) Pursuant to an agreement between the reporting person and the Issuer, the option granted represents the replacement of an option granted to the reporting person on 7/13/01, which option was cancelled on July 28, 2003 in exchange for the future grant of a new option having a lower exercise price.
- (13) Grant of option to buy 12,500 shares to vest as follows: 3,125 shares on 5/1/05 and remaining shares monthly through 5/1/08.
- (14) Pursuant to an agreement between the reporting person and the Issuer, the option granted represents the replacement of an option granted to the reporting person on 5/1/03, which option was cancelled on July 28, 2003 in exchange for the future grant of a new option.

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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