

RICHARD HENRI P
Form 4/A
May 03, 2006

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
RICHARD HENRI P

2. Issuer Name and Ticker or Trading Symbol
ADVANCED MICRO DEVICES INC [AMD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
ADVANCED MICRO DEVICES, INC., ONE AMD PLACE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/28/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP Chf Sales & Mkt Off

SUNNYVALE, CA 94088-3453

4. If Amendment, Date Original Filed(Month/Day/Year)
05/02/2006

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership: Indirect Beneficial Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	04/28/2006		M			4,166	A	\$ 0	37,360	D	
Common Stock	04/28/2006		M			8,333	A	\$ 0	45,693	D	
Common Stock	04/28/2006		F			5,717	D	\$ 32.35	39,976	D	
Common Stock	05/01/2006		M			5,742	A	\$ 14.75	45,718	D	
Common Stock	05/01/2006		M			1,050	A	\$ 7.36	46,768	D	

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Common Stock	05/01/2006	M	1,172	A	\$ 7.16	47,940	D
Common Stock	05/01/2006	M	1,172	A	\$ 15.2	49,112	D
Common Stock	05/01/2006	M	1,172	A	\$ 14.64	50,284	D
Common Stock	05/01/2006	M	760	A	\$ 14.22	51,044	D
Common Stock	05/01/2006	M	1,736	A	\$ 11.33	52,780	D
Common Stock	05/01/2006	M	2,930	A	\$ 15.5	55,710	D
Common Stock	05/01/2006	M	1,954	A	\$ 16.66	57,664	D
Common Stock	05/01/2006	M	412	A	\$ 14.16	58,076	D
Common Stock	05/01/2006	M	660	A	\$ 14.16	58,736	D
Common Stock	05/01/2006	<u>S⁽¹⁾</u>	600	D	\$ 32.38	58,136	D
Common Stock	05/01/2006	<u>S⁽¹⁾</u>	1,600	D	\$ 32.42	56,536	D
Common Stock	05/01/2006	<u>S⁽¹⁾</u>	900	D	\$ 32.44	55,636	D
Common Stock	05/01/2006	<u>S⁽¹⁾</u>	800	D	\$ 32.45	54,836	D
Common Stock	05/01/2006	<u>S⁽¹⁾</u>	800	D	\$ 32.46	54,036	D
Common Stock	05/01/2006	<u>S⁽¹⁾</u>	1,400	D	\$ 32.47	52,636	D
Common Stock	05/01/2006	<u>S⁽¹⁾</u>	900	D	\$ 32.48	51,736	D
Common Stock	05/01/2006	<u>S⁽¹⁾</u>	200	D	\$ 32.4952	51,536	D
Common Stock	05/01/2006	<u>S⁽¹⁾</u>	2,200	D	\$ 32.52	49,336	D
Common Stock	05/01/2006	<u>S⁽¹⁾</u>	900	D	\$ 32.54	48,436	D
Common Stock	05/01/2006	<u>S⁽¹⁾</u>	1,510	D	\$ 32.55	46,926	D
	05/01/2006	<u>S⁽¹⁾</u>	900	D	\$ 32.56	46,026	D

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Common Stock								
Common Stock	05/01/2006		S ⁽¹⁾	800	D	\$ 32.57	45,226	D
Common Stock	05/01/2006		S ⁽¹⁾	100	D	\$ 32.5765	45,126	D
Common Stock	05/01/2006		S ⁽¹⁾	600	D	\$ 32.58	44,526	D
Common Stock	05/01/2006		S ⁽¹⁾	800	D	\$ 32.6	43,726	D

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 (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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				
Restricted Stock Unit	\$ 0	04/28/2006		M	4,166	04/28/2006	04/28/2006	Common Stock	4,166
Restricted Stock Unit	\$ 0	04/28/2006		M	8,333	04/28/2006	04/28/2006	Common Stock	8,333
Employee Stock Option	\$ 14.75	05/01/2006		M	5,742	04/27/2005	04/01/2012	Common Stock	5,742
Employee Stock Option	\$ 7.36	05/01/2006		M	1,050	⁽²⁾	05/01/2013	Common Stock	1,050
Employee Stock Option	\$ 7.16	05/01/2006		M	1,172	05/01/2006	08/01/2013	Common Stock	1,172

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- (2) The option vests 25% on 5/1/04, then monthly through 5/1/07.
- (3) The option vests 33 1/3% on 4/30/05, then monthly through 4/30/07.
- (4) The option vests 33 1/3% on 4/28/06, then monthly through 4/28/08.

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