

MEYER DERRICK R
Form 4
May 05, 2010

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 *
MEYER DERRICK R

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
 Officer (give title below) Other (specify below)
President & CEO

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

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/03/2010

SUNNYVALE, CA 94088-3453

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

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 (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	05/03/2010		M			90,000	A	\$ 2.43	373,643	D	
Common Stock	05/03/2010		M			90,000	A	\$ 2.42	463,643	D	
Common Stock	05/03/2010		S			87,318	D	\$ 9.27	376,325	D	
Common Stock	05/03/2010		S			92,182	D	\$ 9.28	284,143	D	
Common Stock	05/03/2010		S			500	D	\$ 2.2895	283,643	D	

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

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(9-02)

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. Amount or Number of Shares
Stock Option Grant	\$ 2.43	05/03/2010		M	55,000	<u>(1)</u> 11/15/2015	Common Stock	55,000
Stock Option Grant	\$ 2.43	05/03/2010		M	35,000	<u>(2)</u> 11/15/2015	Common Stock	35,000
Stock Option Grant	\$ 2.42	05/03/2010		M	55,000	<u>(1)</u> 02/15/2016	Common Stock	55,000
Stock Option Grant	\$ 2.42	05/03/2010		M	35,000	<u>(2)</u> 02/15/2016	Common Stock	35,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MEYER DERRICK R ADVANCED MICRO DEVICES. INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453	X		President & CEO	

Signatures

Faina Medzonsky By Power of Attorney
05/05/2010

**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) This option vested 33 1/3% on 5/15/2009, then remaining shares vest 8.33% quarterly for the next two years.
- (2) This option vested 33 1/3% on 8/15/2009, then remaining shares vest 5.56% quarterly for the next three years.

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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