

ADVANCED MICRO DEVICES INC
 Form 3
 May 15, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *			2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name and Ticker or Trading Symbol	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Last)	(First)	(Middle)	05/05/2006	ADVANCED MICRO DEVICES INC [AMD]		
ADVANCED MICRO DEVICES, INC., ONE AMD PLACE					(Check all applicable)	
(Street)				____ Director	____ 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
SUNNYVALE, CA 94088-3453				____ Officer	<input checked="" type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City)	(State)	(Zip)		Senior VP, Commercial Segment		____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	11,200	D	^

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option	08/26/2006 ⁽¹⁾	08/26/2012	Common Stock	75,000	\$ 9.72	D	Â
Employee Stock Option	05/01/2007 ⁽²⁾	05/01/2013	Common Stock	10,000	\$ 7.36	D	Â
Employee Stock Option	05/01/2007 ⁽²⁾	08/01/2013	Common Stock	10,000	\$ 7.16	D	Â
Employee Stock Option	04/27/2005	10/31/2013	Common Stock	10,000	\$ 15.2	D	Â
Employee Stock Option	04/27/2005	02/02/2014	Common Stock	10,000	\$ 14.64	D	Â
Employee Stock Option	04/30/2008 ⁽³⁾	04/30/2011	Common Stock	10,000	\$ 14.22	D	Â
Employee Stock Option	04/30/2008 ⁽³⁾	07/28/2011	Common Stock	10,000	\$ 11.33	D	Â
Employee Stock Option	04/27/2005	10/25/2011	Common Stock	10,000	\$ 15.5	D	Â
Employee Stock Option	04/27/2005	02/03/2012	Common Stock	10,000	\$ 16.66	D	Â
Employee Stock Option	04/28/2009 ⁽⁴⁾	04/28/2012	Common Stock	6,500	\$ 14.16	D	Â
Employee Stock Option	04/28/2009 ⁽⁴⁾	07/27/2012	Common Stock	6,500	\$ 20.1	D	Â
Employee Stock Option	04/28/2009 ⁽⁴⁾	10/25/2012	Common Stock	6,500	\$ 22.35	D	Â
Employee Stock Option	04/28/2009 ⁽⁵⁾	02/09/2013	Common Stock	3,250	\$ 40.06	D	Â
Restricted Stock Units (RSU)	02/28/2007 ⁽⁶⁾	11/02/2012	Common Stock	9,000	\$ 0	D	Â
Restricted Stock Units (RSU)	02/28/2008 ⁽⁶⁾	11/02/2012	Common Stock	21,000	\$ 0	D	Â
Restricted Stock Units (RSU)	02/09/2009 ⁽⁷⁾	02/09/2013	Common Stock	1,300	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Seyer Martin ADVANCED MICRO DEVICES, INC.	Â	Â	Â	Senior VP, Commercial Segment

ONE AMD PLACE
SUNNYVALE, CA 94088-3453

Signatures

Martin Seyer 05/12/2006

__Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The option vests 30,000 shares on 8/26/2003 then remaining shares vest monthly through 8/26/2006.
- (2) The option vests 2,500 shares on 5/1/2004 then remaining shares vest monthly through 5/1/2007.
- (3) The option vests 2,500 shares on 4/30/2005 then remaining shares vest monthly through 4/30/2008.
- (4) The option vests 1,625 shares on 4/28/2006 then remaining shares vest monthly through 4/28/2009.
- (5) The option vests 812 shares on 4/28/2006 then remaining shares vest monthly through 4/28/2009.
- (6) Vesting and restrictions provided for by Long-Term Incentive Plan provisions.
- (7) The restricted stock units vest 33 1/3% on 8/9/2006 then 6.6667% every 3 months thereafter for the next 10 quarters.

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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