

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 | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Menard Joseph | | | (Month/Day/Year) | ADVANCED MICRO DEVICES INC [AMD] | |
| (Last) | (First) | (Middle) | 05/05/2006 | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| ADVANCED MICRO DEVICES, INC.,Â ONE AMD PLACE | | | | (Check all applicable) | |
| (Street) | | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| SUNNYVALE,Â CAÂ 94088-3453 | | | | <input type="checkbox"/> Officer | <input checked="" type="checkbox"/> Other |
| (City) | (State) | (Zip) | | (give title below) (specify below) | |
| | | | | Corp VP, Consumer Business Seg | |
| | | | | 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 | |

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 | 0 | D | Â |

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 | 08/02/2008 ⁽¹⁾ | 08/02/2011 | Common Stock | 40,000 | \$ 12.29 | D | Â |
| Employee Stock Option | 04/28/2009 ⁽²⁾ | 04/28/2012 | Common Stock | 2,500 | \$ 14.16 | D | Â |
| Employee Stock Option | 04/28/2009 ⁽²⁾ | 07/27/2012 | Common Stock | 2,500 | \$ 20.1 | D | Â |
| Employee Stock Option | 04/28/2009 ⁽²⁾ | 10/25/2012 | Common Stock | 2,500 | \$ 22.35 | D | Â |
| Employee Stock Option | 04/28/2009 ⁽³⁾ | 02/09/2013 | Common Stock | 1,250 | \$ 40.06 | D | Â |
| Restricted Stock Units (RSU) | 02/09/2009 ⁽⁴⁾ | 02/09/2013 | Common Stock | 500 | \$ 0 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|--------------------------------|
| | Director | 10% Owner | Officer | Other |
| Menard Joseph ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453 | Â | Â | Â | Corp VP, Consumer Business Seg |

Signatures

Joseph Menard 05/12/2006
 __Signature of Date
 Reporting Person

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 16,000 shares on 8/2/2005, 12,000 shares on 8/2/2006, 8,000 shares on 8/2/2007 and 4,000 shares on 8/2/2008.
- (2) The option vests 625 shares on 4/28/2006 then remaining shares vest monthly through 4/28/2009.
- (3) The option vests 312 shares on 4/28/2006 then remaining shares vest monthly through 4/28/2009.
- (4) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.