MEYER DERRICK R

Form 4 May 19, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Expires:

January 31, 2005

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response...

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

if no longer

Check this box

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

MEYER DERRICK R

(First)

(Street)

Symbol

(Check all applicable)

President & CEO

ADVANCED MICRO DEVICES

INC [AMD]

(Middle)

3. Date of Earliest Transaction

X_ Officer (give title

10% Owner Other (specify

(Month/Day/Year)

05/15/2009

below)

_X__ Director

ADVANCED MICRO DEVICES. INC., ONE AMD PLACE

6. Individual or Joint/Group Filing(Check

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

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

(Instr. 4)

(State) (Zip) (City)

SUNNYVALE, CA 94088-3453

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of 2. Transaction Date 2A. Deemed Security (Instr. 3)

(Month/Day/Year) Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4)

Reported (A) or

Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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

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SEC 1474 (9-02)

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

1. Title of Derivative Conversion 3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

5. Number of TransactionDerivative

6. Date Exercisable and **Expiration Date**

7. Title and Amount of **Underlying Securities**

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) Disposed of ((Instr. 3, 4, ar 5)	or D)	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A) (D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option Grant	\$ 4.01	05/15/2009		A	225,000	<u>(1)</u>	05/15/2016	Common Stock	225,000	
Stock Option Grant	\$ 4.01	05/15/2009		A	79,000	(2)	05/15/2016	Common Stock	79,000	
RSU Award	\$ 0 (3)	05/15/2009		A	450,000	<u>(4)</u>	05/15/2016	Common Stock	450,000	

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

Derrick R.

Meyer 05/18/2009

**Signature of Date Reporting Person

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 vests 33 1/3% on 5/15/2010 then 8.33% quarterly for the next two years.
- (2) This option vests 33 1/3% on 8/15/2009 then 5.56% quarterly for the next three years.
- (3) Each restricted stock unit respresents a contingent right to receive one share of common stock.
- (4) This award vests 33 1/3% on 8/9/2010 then 33 1/3% vests annually for the next two years.

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.

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