WOLIN HARRY A

Form 4

November 18, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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subject to Section 16. Form 4 or Form 5 obligations may continue.

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if no longer

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 See Instruction

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person ** WOLIN HARRY A | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer | | | |
|--|--|---|--|--|--|
| | ADVANCED MICRO DEVICES INC [AMD] | (Check all applicable) | | | |
| (Last) (First) (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | Director 10% Owner Nother (specify | | | |
| ADVANCED MICRO DEVICES, INC., ONE AMD PLACE | 11/16/2005 | below) below) SVP, General Counsel | | | |
| (Street) | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | | |
| | Filed(Month/Day/Year) | Applicable Line) | | | |
| SUNNYVALE, CA 94088-3453 | | _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |

| (City) | (State) | (Zip) Tab | le I - Non- | Derivativ | e Secu | rities Acqui | red, Disposed of, | or Beneficial | y Owned |
|--------------------------------------|---|---|---|-----------|--------|--|--|---|---------|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price | | | 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 Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | 11/16/2005 | | M | 250 | A | \$ 9.56 | 15,954 | D | |
| Common Stock | 11/16/2005 | | M | 1,438 | A | \$ 11.69 | 17,392 | D | |
| Common Stock | 11/16/2005 | | M | 1,438 | A | \$ 8.46 | 18,830 | D | |
| Common Stock | 11/16/2005 | | M | 2,876 | A | \$ 5.92 | 21,706 | D | |
| Common Stock | 11/16/2005 | | M | 2,500 | A | \$ 6.67 | 24,206 | D | |

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7,652 D \$ 16,554 Common S 11/16/2005 D Stock

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. Transactic 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) | |
|---|---|---|---|--|---|-------|--|--------------------|---|---------------------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amoun or Number of Shares |
| Employee Stock Option | \$ 9.56 | 11/16/2005 | | M | | 250 | 04/25/2005 | 10/29/2011 | Common Stock | 250 |
| Employee Stock Option | \$ 11.69 | 11/16/2005 | | M | | 1,438 | 04/24/2006(1) | 04/24/2012 | Common Stock | 1,438 |
| Employee Stock Option | \$ 8.46 | 11/16/2005 | | M | | 1,438 | 04/24/2006(1) | 07/24/2012 | Common Stock | 1,438 |
| Employee Stock Option | \$ 5.92 | 11/16/2005 | | M | | 1,438 | 04/24/2006(1) | 10/24/2012 | Common Stock | 1,438 |
| Employee Stock Option | \$ 5.92 | 11/16/2005 | | M | | 1,438 | 04/24/2006(1) | 10/24/2012 | Common Stock | 1,438 |
| Employee Stock Option | \$ 6.67 | 11/16/2005 | | M | | 2,500 | 12/18/2006(2) | 12/18/2012 | Common Stock | 2,500 |

Reporting Owners

Relationships Reporting Owner Name / Address

Reporting Owners 2

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Director 10% Owner Officer Other

WOLIN HARRY A ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453

SVP, General Counsel

Signatures

Harry A. Wolin 11/17/2005

**Signature of 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 vests 1,437 shares on 4/24/2003 then remaining shares vest monthly through 4/24/2006.
- (2) This option vests 2,500 shares on 12/18/2003 then remaining shares vest monthly through 12/18/2006.

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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