

MCCOY THOMAS M
Form 4
January 05, 2006

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
MCCOY THOMAS M

2. Issuer Name and Ticker or Trading Symbol
ADVANCED MICRO DEVICES INC [AMD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

ADVANCED MICRO DEVICES, INC., ONE AMD PLACE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/03/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, Chief Admin Officer

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	01/03/2006		M			4,965	A	\$ 8.46	37,748	D	
Common Stock	01/03/2006		M			5,000	A	\$ 13.88	42,748	D	
Common Stock	01/03/2006		M			35	A	\$ 9.56	42,783	D	
Common Stock	01/03/2006		S ⁽¹⁾			1,000	D	\$ 31.0515	41,783	D	
Common Stock	01/03/2006		S ⁽¹⁾			400	D	\$ 31.17	41,383	D	

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Common Stock	01/03/2006	S ⁽¹⁾	500	D	\$ 31.18	40,883	D
Common Stock	01/03/2006	S ⁽¹⁾	100	D	\$ 31.19	40,783	D
Common Stock	01/03/2006	S ⁽¹⁾	1,000	D	\$ 31.2015	39,783	D
Common Stock	01/03/2006	S ⁽¹⁾	1,500	D	\$ 31.233	38,283	D
Common Stock	01/03/2006	S ⁽¹⁾	1,500	D	\$ 31.275	36,783	D
Common Stock	01/03/2006	S ⁽¹⁾	1,000	D	\$ 31.2815	35,783	D
Common Stock	01/03/2006	S ⁽¹⁾	1,000	D	\$ 31.3415	34,783	D
Common Stock	01/03/2006	S ⁽¹⁾	1,000	D	\$ 31.4615	33,783	D

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

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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)	Amount or Number of Shares
Employee Stock Option	\$ 8.46	01/03/2006		M	4,965	04/25/2005 07/24/2012	Common Stock	4,965
Employee Stock Option	\$ 13.88	01/03/2006		M	5,000	07/10/2001 04/30/2008	Common Stock	5,000
	\$ 9.56	01/03/2006		M	35	04/25/2004 10/29/2011		35

Employee
Stock
Option

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCCOY THOMAS M ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453			EVP, Chief Admin Officer	

Signatures

Thomas M.
McCoy

01/05/2006

 **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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 7, 2005.

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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