

MEYER DERRICK R  
Form 4  
January 12, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
MEYER DERRICK R

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)  
01/10/2011

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  Other (specify below)  
Former President & CEO

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 Indirect Beneficial Ownership (Instr. 4)
				Code V	Amount or (D) Price		
Common Stock	01/10/2011		M	(1)	706,849 \$ 0	1,007,472	D
Common Stock	01/10/2011		F	(2)	247,087 \$ 9.19	760,385	D

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

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SEC 1474  
(9-02)

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Restricted Stock Units	\$ 0	01/10/2011		M	66,667	01/10/2011 01/11/2011	Common Stock 66,667
Restricted Stock Units	\$ 0	01/10/2011		M	52,667	01/10/2011 08/15/2015	Common Stock 52,667
Restricted Stock Units	\$ 0	01/10/2011		M	300,015	01/10/2011 05/15/2016	Common Stock 300,015
Restricted Stock Units	\$ 0	01/10/2011		M	287,500	01/10/2011 05/15/2017	Common Stock 287,500

## 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				Former President & CEO

## Signatures

Derrick R.  
Meyer 01/12/2011

\_\_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).

The acceleration of the vesting of Mr. Meyer's restricted stock units occurred in connection with Mr. Meyer's resignation as President, Chief Executive Officer and director of the Company, effective January 10, 2011 and pursuant to the terms of his employment agreement (1) with the Company dated July 17, 2008 and his separation agreement and release dated January 10, 2011. Mr. Meyer will actually receive the resulting shares upon the effectiveness of the ADEA release per the terms of the separation agreement, which will be on January 18, 2011, assuming Mr. Meyer does not exercise his revocation rights under the separation agreement.

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- (2) Estimated using closing stock price of AMD common stock on January 10, 2011. Actual release of shares is expected to occur on January 18, 2011, the effective date of the ADEA release.

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.