

SOCKWELL ALLEN R
Form 4
July 29, 2009

FORM 4

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

OMB APPROVAL

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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 *
SOCKWELL ALLEN 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)

SUNNYVALE, CA 94088-3453

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
07/27/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SR VP HR, Chief Talent Officer

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

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
| | | | | (A) or (D) | 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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 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 | | (Month/Day/Year) | | (Instr. 3 and 4) | | |
|-----------------------------|---|-------------------------|--------------------|--|-------|---------------------|--------------------|------------------|--|-------|
| | | | | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| | | | Code | V | (A) | (D) | | | | |
| Employee Stock Option | \$ 20.83 | 07/27/2009 | D | | 3,125 | | (1) | 10/25/2013 | Common Stock | 3,125 |
| Employee Stock Option | \$ 3.8 | 07/27/2009 | A | | 284 | | (3) | 10/25/2013 | Common Stock | 284 |
| Employee Stock Option | \$ 14.83 | 07/27/2009 | D | | 3,125 | | (4) | 02/15/2014 | Common Stock | 3,125 |
| Employee Stock Option | \$ 3.8 | 07/27/2009 | A | | 625 | | (3) | 02/15/2014 | Common Stock | 625 |
| Employee Stock Option | \$ 15.4 | 07/27/2009 | D | | 3,046 | | (6) | 05/15/2014 | Common Stock | 3,046 |
| Employee Stock Option | \$ 3.8 | 07/27/2009 | A | | 406 | | (3) | 05/15/2014 | Common Stock | 406 |
| Employee Stock Option | \$ 3.8 | 07/27/2009 | A | | 203 | | (8) | 05/15/2014 | Common Stock | 203 |
| Employee Stock Option | \$ 11.95 | 07/27/2009 | D | | 3,047 | | (6) | 08/15/2014 | Common Stock | 3,047 |
| Employee Stock Option | \$ 3.8 | 07/27/2009 | A | | 406 | | (3) | 08/15/2014 | Common Stock | 406 |
| Employee Stock Option | \$ 3.8 | 07/27/2009 | A | | 203 | | (8) | 08/15/2014 | Common Stock | 203 |
| Employee Stock Option | \$ 12.7 | 07/27/2009 | D | | 3,046 | | (6) | 11/15/2014 | Common Stock | 3,046 |
| Employee Stock | \$ 3.8 | 07/27/2009 | A | | 406 | | (3) | 11/15/2014 | Common Stock | 406 |

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an exercise price of \$3.80 per share.

(13) On July 27, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 1,016 shares of common stock granted to the reporting person on 11/15/2007. In exchange, the reporting person received a replacement option, for 203 shares, having an exercise price of \$3.80 per share.

Remarks:

Form 2 of 2

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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