

Bergman Rick
 Form 4
 July 29, 2009

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 *
 Bergman Rick

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)
 07/27/2009

____ Director _____ 10% Owner
 ____ Officer (give title below) Other (specify below)
 SR VP & GM Products Group

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 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 Underlying Security
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date
Employee Stock Option	\$ 17.6	07/27/2009	D		67,172	(1)	04/01/2011	Common Stock	67,172
Employee Stock Option	\$ 3.8	07/27/2009	A	6,106		(3)	04/01/2011	Common Stock	6,106
Employee Stock Option	\$ 16.07	07/27/2009	D		76,768	(4)	05/02/2012	Common Stock	76,768
Employee Stock Option	\$ 3.8	07/27/2009	A	6,978		(3)	05/02/2012	Common Stock	6,978
Employee Stock Option	\$ 17.87	07/27/2009	D		50,379	(6)	04/10/2013	Common Stock	50,379
Employee Stock Option	\$ 3.8	07/27/2009	A	3,721		(3)	04/10/2013	Common Stock	3,721
Employee Stock Option	\$ 3.8	07/27/2009	A	858		(8)	04/10/2013	Common Stock	858
Employee Stock Option	\$ 15.4	07/27/2009	D		6,875	(10)	05/15/2014	Common Stock	6,875
Employee Stock Option	\$ 3.8	07/27/2009	A	917		(3)	05/15/2014	Common Stock	917
Employee Stock Option	\$ 3.8	07/27/2009	A	458		(8)	05/15/2014	Common Stock	458
Employee Stock Option	\$ 11.95	07/27/2009	D		6,875	(10)	08/15/2014	Common Stock	6,875
Employee Stock Option	\$ 3.8	07/27/2009	A	917		(3)	08/15/2014	Common Stock	917
Employee Stock Option	\$ 3.8	07/27/2009	A	458		(8)	08/15/2014	Common Stock	458

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 option provided for vesting as follows: 25% on 4/1/2005; 50% in equal quarterly installments through 3/31/2007; and 25% on 3/31/2008.
- On July 27, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 67,172 shares of common stock granted to the reporting person on April 8, 2004. In exchange, the reporting person received a replacement option, for 6,106 shares, having an exercise price of \$3.80 per share.
- (3) The option vests 100% on July 27, 2010.
- (4) The option provided for vesting as follows: 25% on 5/2/2006; 50% in equal quarterly installments through 5/2/2008; and 25% on 5/2/2009.
- On July 27, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 76,768 shares of common stock granted to the reporting person on May 2, 2005. In exchange, the reporting person received a replacement option, for 6,978 shares, having an exercise price of \$3.80 per share.
- (6) The option provided for vesting as follows: 25% on 4/10/2007; 50% in equal quarterly installments through 4/10/2009; and 25% on 4/10/2010.
- On July 27, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 40,932 shares of common stock granted to the reporting person on April 10, 2006. In exchange, the reporting person received a replacement option, for 3,721 shares, having an exercise price of \$3.80 per share.
- (8) The option vests as follows: 50% on 7/27/2010 and 50% on 7/27/2011.
- On July 27, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 9,447 shares of common stock granted to the reporting person on April 10, 2006. In exchange, the reporting person received a replacement option, for 858 shares, having an exercise price of \$3.80 per share.
- (10) The option provided for vesting as follows: 33 1/3% on 5/15/2008 then 8.33% quarterly for the next two years.
- On July 27, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 4,583 shares of common stock granted to the reporting person on May 15, 2007. In exchange, the reporting person received a replacement option, for 917 shares, having an exercise price of \$3.80 per share.
- On July 27, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 2,292 shares of common stock granted to the reporting person on May 15, 2007. In exchange, the reporting person received a replacement option, for 458 shares, having an exercise price of \$3.80 per share.
- (12) On July 27, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 4,583 shares of common stock granted to the reporting person on August 15, 2007. In exchange, the reporting person received a replacement option, for 917 shares, having an exercise price of \$3.80 per share.
- On July 27, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 2,292 shares of common stock granted to the reporting person on August 15, 2007. In exchange, the reporting person received a replacement option, for 458 shares, having an exercise price of \$3.80 per share.
- (14) On July 27, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 4,583 shares of common stock granted to the reporting person on November 15, 2007. In exchange, the reporting person received a replacement option, for 917 shares, having an exercise price of \$3.80 per share.
- On July 27, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 2,292 shares of common stock granted to the reporting person on November 15, 2007. In exchange, the reporting person received a replacement option, for 458 shares, having an exercise price of \$3.80 per share.
- (16) On July 27, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 4,583 shares of common stock granted to the reporting person on February 15, 2008. In exchange, the reporting person received a replacement option, for 3,056 shares, having an exercise price of \$3.80 per share.
- On July 27, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 2,292 shares of common stock granted to the reporting person on February 15, 2008. In exchange, the reporting person received a replacement option, for 1,527 shares, having an exercise price of \$3.80 per share.
- (18) The option provided for vesting as follows: 33 1/3% on 5/15/2009 then 8.33% quarterly for the next two years.
- (19)

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(20) On July 27, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 8,332 shares of common stock granted to the reporting person on May 15, 2008. In exchange, the reporting person received a replacement option, for 5,555 shares, having an exercise price of \$3.80 per share.

(21) On July 27, 2009, the issuer canceled, pursuant to the issuer's option exchange program, an option for 16,668 shares of common stock granted to the reporting person on May 15, 2008. In exchange, the reporting person received a replacement option, for 11,111 shares, having an exercise price of \$3.80 per share.

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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