

ADVANCED MICRO DEVICES INC

Form 3

May 15, 2006

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
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response... 0.5**INITIAL STATEMENT OF 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 \*  
 A Seyer Martin

(Last) (First) (Middle)

2. Date of Event  
 Requiring Statement  
 (Month/Day/Year)  
 05/05/2006

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

4. Relationship of Reporting  
 Person(s) to Issuer

5. If Amendment, Date Original  
 Filed(Month/Day/Year)

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10%  
 Owner  
 \_\_\_\_ Officer \_\_\_\_X\_\_\_\_ Other  
 (give title below) (specify below)  
 Senior VP, Commercial  
 Segment

6. Individual or Joint/Group  
 Filing(Check Applicable Line)  
 \_X\_ Form filed by One Reporting  
 Person  
 \_\_\_\_ Form filed by More than One  
 Reporting Person

ADVANCED MICRO DEVICES,  
 INC., ONE AMD PLACE

(Street)

SUNNYVALE, CA 94088-3453

(City) (State) (Zip)

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security  
 (Instr. 4)

2. Amount of Securities  
 Beneficially Owned  
 (Instr. 4)

3. Ownership  
 Form:  
 Direct (D)  
 or Indirect  
 (I)  
 (Instr. 5)

4. Nature of Indirect Beneficial  
 Ownership  
 (Instr. 5)

Common Stock

11,200

D A

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

SEC 1473 (7-02)

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 information contained in this form are not  
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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative  
 Security  
 (Instr. 4)

2. Date Exercisable and  
 Expiration Date  
 (Month/Day/Year)

3. Title and Amount of  
 Securities Underlying  
 Derivative Security  
 (Instr. 4)

4. Conversion  
 or Exercise  
 Price of  
 Derivative  
 Security

5. Ownership  
 Form of  
 Derivative  
 Security:  
 Direct (D)

6. Nature of Indirect  
 Beneficial  
 Ownership  
 (Instr. 5)

Date Exercisable Expiration  
 Date

Title Amount or  
 Number of

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|                                 |                           |            |                 | Shares |          | or Indirect<br>(I)<br>(Instr. 5) |   |
|---------------------------------|---------------------------|------------|-----------------|--------|----------|----------------------------------|---|
| Employee Stock Option           | 08/26/2006 <sup>(1)</sup> | 08/26/2012 | Common<br>Stock | 75,000 | \$ 9.72  | D                                | Â |
| Employee Stock Option           | 05/01/2007 <sup>(2)</sup> | 05/01/2013 | Common<br>Stock | 10,000 | \$ 7.36  | D                                | Â |
| Employee Stock Option           | 05/01/2007 <sup>(2)</sup> | 08/01/2013 | Common<br>Stock | 10,000 | \$ 7.16  | D                                | Â |
| Employee Stock Option           | 04/27/2005                | 10/31/2013 | Common<br>Stock | 10,000 | \$ 15.2  | D                                | Â |
| Employee Stock Option           | 04/27/2005                | 02/02/2014 | Common<br>Stock | 10,000 | \$ 14.64 | D                                | Â |
| Employee Stock Option           | 04/30/2008 <sup>(3)</sup> | 04/30/2011 | Common<br>Stock | 10,000 | \$ 14.22 | D                                | Â |
| Employee Stock Option           | 04/30/2008 <sup>(3)</sup> | 07/28/2011 | Common<br>Stock | 10,000 | \$ 11.33 | D                                | Â |
| Employee Stock Option           | 04/27/2005                | 10/25/2011 | Common<br>Stock | 10,000 | \$ 15.5  | D                                | Â |
| Employee Stock Option           | 04/27/2005                | 02/03/2012 | Common<br>Stock | 10,000 | \$ 16.66 | D                                | Â |
| Employee Stock Option           | 04/28/2009 <sup>(4)</sup> | 04/28/2012 | Common<br>Stock | 6,500  | \$ 14.16 | D                                | Â |
| Employee Stock Option           | 04/28/2009 <sup>(4)</sup> | 07/27/2012 | Common<br>Stock | 6,500  | \$ 20.1  | D                                | Â |
| Employee Stock Option           | 04/28/2009 <sup>(4)</sup> | 10/25/2012 | Common<br>Stock | 6,500  | \$ 22.35 | D                                | Â |
| Employee Stock Option           | 04/28/2009 <sup>(5)</sup> | 02/09/2013 | Common<br>Stock | 3,250  | \$ 40.06 | D                                | Â |
| Restricted Stock Units<br>(RSU) | 02/28/2007 <sup>(6)</sup> | 11/02/2012 | Common<br>Stock | 9,000  | \$ 0     | D                                | Â |
| Restricted Stock Units<br>(RSU) | 02/28/2008 <sup>(6)</sup> | 11/02/2012 | Common<br>Stock | 21,000 | \$ 0     | D                                | Â |
| Restricted Stock Units<br>(RSU) | 02/09/2009 <sup>(7)</sup> | 02/09/2013 | Common<br>Stock | 1,300  | \$ 0     | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address               | Relationships |           |         |                               |
|----------------------------------------------|---------------|-----------|---------|-------------------------------|
|                                              | Director      | 10% Owner | Officer | Other                         |
| Seyer Martin<br>ADVANCED MICRO DEVICES, INC. | Â             | Â         | Â       | Senior VP, Commercial Segment |

ONE AMD PLACE  
SUNNYVALE, CA 94088-3453

## Signatures

Martin Seyer

05/12/2006

\_\_\_\_\_  
Signature of  
Reporting Person

\_\_\_\_\_  
Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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 vests 30,000 shares on 8/26/2003 then remaining shares vest monthly through 8/26/2006.
- (2) The option vests 2,500 shares on 5/1/2004 then remaining shares vest monthly through 5/1/2007.
- (3) The option vests 2,500 shares on 4/30/2005 then remaining shares vest monthly through 4/30/2008.
- (4) The option vests 1,625 shares on 4/28/2006 then remaining shares vest monthly through 4/28/2009.
- (5) The option vests 812 shares on 4/28/2006 then remaining shares vest monthly through 4/28/2009.
- (6) Vesting and restrictions provided for by Long-Term Incentive Plan provisions.
- (7) The restricted stock units vest 33 1/3% on 8/9/2006 then 6.6667% every 3 months thereafter for the next 10 quarters.

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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