#### MEYER DERRICK R

Form 4

January 12, 2011

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL OMB** 

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

response... 0.5

> 10% Owner \_X\_ Other (specify

if no longer subject to Section 16. Form 4 or Form 5

Check this box

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

(Last)

(City)

See Instruction

1. Name and Address of Reporting Person \* MEYER DERRICK R

(First)

(Street)

ADVANCED MICRO DEVICES.

INC., ONE AMD PLACE

(Middle)

2. Issuer Name and Ticker or Trading

Symbol

ADVANCED MICRO DEVICES

INC [AMD]

3. Date of Earliest Transaction

(Month/Day/Year)

Filed(Month/Day/Year)

4. If Amendment, Date Original

01/10/2011

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

Former President & CEO

below)

Applicable Line)

Director

Officer (give title

Issuer

below)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

SUNNYVALE, CA 94088-3453

(State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired		5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of (D)			Securities	Ownership	Indirect	
(Instr. 3)		any	Code	Code (Instr. 3, 4 and 5)			Beneficially	Form: Direct	Beneficial
		(Month/Day/Year)	(Instr. 8)	)		Owned	(D) or	Ownership	
							Following	Indirect (I)	(Instr. 4)
					(4)		Reported	(Instr. 4)	
					(A)		Transaction(s)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	01/10/2011		M	706,849 (1)	A	\$0	1,007,472	D	
Common Stock	01/10/2011		F	247,087 (2)	D	\$ 9.19	760,385	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

#### Edgar Filing: MEYER DERRICK R - Form 4

# 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. Transactio Code (Instr. 8)	Secu Acqu Disp	5. Number of Derivative Expiration Date Expiration Date (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		te	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun Numbe Shares
Restricted Stock Units	\$ 0	01/10/2011		M		66,667	01/10/2011	01/11/2011	Common Stock	66,66
Restricted Stock Units	\$ 0	01/10/2011		M		52,667	01/10/2011	08/15/2015	Common Stock	52,66
Restricted Stock Units	\$ 0	01/10/2011		M		300,015	01/10/2011	05/15/2016	Common Stock	300,0
Restricted Stock Units	\$ 0	01/10/2011		M		287,500	01/10/2011	05/15/2017	Common Stock	287,5

Deletionships

Former President

& CEO

# **Reporting Owners**

Reporting Owner Name / Address	Ketationships						
	Director	10% Owner	Officer	Other			

MEYER DERRICK R

ADVANCED MICRO DEVICES. INC.

ONE AMD PLACE

SUNNYVALE, CA 94088-3453

## **Signatures**

Derrick R.

Meyer 01/12/2011

\*\*Signature of Person

Date

Reporting Person

## **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.

Reporting Owners 2

## Edgar Filing: MEYER DERRICK R - Form 4

(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.