

Bergman Rick
Form 4
July 29, 2009

FORM 4

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

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

OMB APPROVAL

OMB
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(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

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

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

(Street)
SUNNYVALE, CA 94088-3453

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 (D) Price			

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

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displays a currently valid OMB control
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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	Title	Amount or Number of Shares
Employee Stock Option	\$ 17.6	07/27/2009	D			67,172	<u>(1)</u>	04/01/2011	Common Stock	67,172
Employee Stock Option	\$ 3.8	07/27/2009	A		6,106		<u>(3)</u>	04/01/2011	Common Stock	6,106
Employee Stock Option	\$ 16.07	07/27/2009	D			76,768	<u>(4)</u>	05/02/2012	Common Stock	76,768
Employee Stock Option	\$ 3.8	07/27/2009	A		6,978		<u>(3)</u>	05/02/2012	Common Stock	6,978
Employee Stock Option	\$ 17.87	07/27/2009	D			50,379	<u>(6)</u>	04/10/2013	Common Stock	50,379
Employee Stock Option	\$ 3.8	07/27/2009	A		3,721		<u>(3)</u>	04/10/2013	Common Stock	3,721
Employee Stock Option	\$ 3.8	07/27/2009	A		858		<u>(8)</u>	04/10/2013	Common Stock	858
Employee Stock Option	\$ 15.4	07/27/2009	D			6,875	<u>(10)</u>	05/15/2014	Common Stock	6,875
Employee Stock Option	\$ 3.8	07/27/2009	A		917		<u>(3)</u>	05/15/2014	Common Stock	917
Employee Stock Option	\$ 3.8	07/27/2009	A		458		<u>(8)</u>	05/15/2014	Common Stock	458
Employee Stock Option	\$ 11.95	07/27/2009	D			6,875	<u>(10)</u>	08/15/2014	Common Stock	6,875
Employee Stock Option	\$ 3.8	07/27/2009	A		917		<u>(3)</u>	08/15/2014	Common Stock	917
	\$ 3.8	07/27/2009	A		458		<u>(8)</u>	08/15/2014		458

Employee Stock Option								Common Stock	
Employee Stock Option	\$ 12.7	07/27/2009	D	6,875	<u>(10)</u>	11/15/2014	Common Stock	6,8	
Employee Stock Option	\$ 3.8	07/27/2009	A	917	<u>(3)</u>	11/15/2014	Common Stock	91	
Employee Stock Option	\$ 3.8	07/27/2009	A	458	<u>(8)</u>	11/15/2014	Common Stock	45	
Employee Stock Option	\$ 6.45	07/27/2009	D	6,875	<u>(10)</u>	02/15/2015	Common Stock	6,8	
Employee Stock Option	\$ 3.8	07/27/2009	A	3,056	<u>(3)</u>	02/15/2015	Common Stock	3,0	
Employee Stock Option	\$ 3.8	07/27/2009	A	1,527	<u>(8)</u>	02/15/2015	Common Stock	1,5	
Employee Stock Option	\$ 7.41	07/27/2009	D	25,000	<u>(19)</u>	05/15/2015	Common Stock	25,0	
Employee Stock Option	\$ 3.8	07/27/2009	A	5,555	<u>(3)</u>	05/15/2015	Common Stock	5,5	
Employee Stock Option	\$ 3.8	07/27/2009	A	11,111	<u>(8)</u>	05/15/2015	Common Stock	11,	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bergman Rick ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453				SR VP & GM Products Group

Signatures

/s/ Faina Medzonsky By Power of
Attorney

07/29/2009

**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).
- (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.
- (13) 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.
- (15) 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.
- (17) 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.
- (19) The option provided for vesting as follows: 33 1/3% on 5/15/2009 then 8.33% quarterly for the next two years.

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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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