

BYRNE JOHN
Form 3
August 13, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â BYRNE JOHN | | | (Month/Day/Year) | ADVANCED MICRO DEVICES INC [AMD] | |
| (Last) | (First) | (Middle) | 08/08/2012 | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| ADVANCED MICRO DEVICES, INC.,Â ONE AMD PLACE | | | | (Check all applicable) | |
| (Street) | | | | ___ Director ___ 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| SUNNYVALE,Â CAÂ 94088-3453 | | | | <u> X </u> Officer ___ Other (give title below) (specify below) SVP, CSO | <u> X </u> Form filed by One Reporting Person ___ Form filed by More than One Reporting Person |
| (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 | 28,770 | D | Â |

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

SEC 1473 (7-02)

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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) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|--------------------|---------------------------|------------|--------------|---------|---------|-------------------|---|
| Stock Option Grant | 02/15/2011 ⁽¹⁾ | 02/15/2015 | Common Stock | 5,001 | \$ 6.45 | D | Â |
| Stock Option Grant | 05/15/2011 ⁽²⁾ | 05/15/2015 | Common Stock | 1,667 | \$ 7.41 | D | Â |
| Stock Option Grant | 05/15/2011 ⁽²⁾ | 08/15/2015 | Common Stock | 1,667 | \$ 5.64 | D | Â |
| Stock Option Grant | 05/15/2012 ⁽³⁾ | 05/15/2016 | Common Stock | 5,208 | \$ 4.01 | D | Â |
| Stock Option Grant | 05/15/2012 ⁽³⁾ | 08/05/2016 | Common Stock | 5,208 | \$ 3.69 | D | Â |
| Stock Option Grant | 05/15/2012 ⁽³⁾ | 11/15/2016 | Common Stock | 15,625 | \$ 6.53 | D | Â |
| Stock Option Grant | 05/15/2012 ⁽³⁾ | 02/15/2017 | Common Stock | 15,625 | \$ 7.87 | D | Â |
| Stock Option Grant | Â ⁽⁴⁾ | 05/15/2017 | Common Stock | 12,500 | \$ 8.8 | D | Â |
| Stock Option Grant | Â ⁽⁴⁾ | 08/15/2017 | Common Stock | 12,500 | \$ 6.49 | D | Â |
| Stock Option Grant | Â ⁽⁴⁾ | 11/15/2017 | Common Stock | 12,500 | \$ 7.57 | D | Â |
| Stock Option Grant | Â ⁽⁴⁾ | 02/15/2018 | Common Stock | 12,500 | \$ 8.6 | D | Â |
| Stock Option Grant | Â ⁽⁵⁾ | 06/15/2018 | Common Stock | 55,214 | \$ 7.5 | D | Â |
| Stock Option Grant | Â ⁽⁶⁾ | 06/15/2019 | Common Stock | 107,226 | \$ 5.87 | D | Â |
| Stock Option Grant | 07/27/2011 ⁽⁷⁾ | 05/15/2014 | Common Stock | 1,200 | \$ 3.8 | D | Â |
| RSU Award | Â ⁽⁸⁾ | 06/15/2019 | Common Stock | 83,679 | \$ 0 | D | Â |
| RSU Award | Â ⁽⁹⁾ | 05/15/2016 | Common Stock | 10,419 | \$ 0 | D | Â |
| RSU Award | Â ⁽¹⁰⁾ | 05/15/2017 | Common Stock | 8,336 | \$ 0 | D | Â |
| RSU Award | Â ⁽¹¹⁾ | 06/15/2018 | Common Stock | 18,405 | \$ 0 | D | Â |
| RSU Award | Â ⁽¹²⁾ | 02/15/2019 | Common Stock | 36,772 | \$ 0 | D | Â |
| RSU Award | Â ⁽¹³⁾ | 06/15/2019 | | 41,839 | \$ 0 | D | Â |

Common
Stock

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BYRNE JOHN ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453 | Â | Â | Â SVP, CSO | Â |

Signatures

Harry A. Wolin By Power of
Attorney 08/13/2012

**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) This option provides for vesting of 33 1/3% on 2/15/2009 then remaining shares vest 8.33% quarterly for next two years.
- (2) This option provides for vesting of 33 1/3% on 5/15/2009 then remaining shares vest 8.33% quarterly for next two years.
- (3) This option provides for vesting of 33 1/3% on 5/15/2010 then remaining shares vest 8.33% quarterly for next two years.
- (4) This option provides for vesting of 33 1/3% on 5/15/2011 then remaining shares vest 8.33% quarterly for next two years.
- (5) This option provides for vesting of 33 1/3% on 5/15/2012 then remaining shares vest 8.33% quarterly for next two years.
- (6) This option provides for vesting of 33 1/3% on 6/15/2013 then remaining shares vest 8.33% quarterly for next two years.
- (7) This option provides for vesting of 50% on 7/27/2010 and 50% on 7/27/2011.
- (8) This award vests in three equal annual installments commencing on the first anniversary of the grant date if (i) the weighted average closing price of the Company's common stock over any 30-day period during the three-year vesting period is equal to or greater than \$10.00 per share and (ii) the respective Named Executive Officer continues his employment with the Company through the applicable vesting date.
- (9) This award vests 1/3 each on 8/9/2010, 8/9/2011 and 8/9/2012.
- (10) This award vests 1/3 each on 5/9/2011, 5/9/2012 and 5/9/2013.
- (11) This award vests 1/3 each on 5/9/2012, 5/9/2013 and 5/9/2014.
- (12) This award vests 100% on 2/15/2014.
- (13) This award vests 1/3 each on 8/9/2013, 8/9/2014 and 8/9/2015.

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.