

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report: April 17, 1995

ADVANCED MICRO DEVICES, INC.

(Exact name of registrant as specified in its charter)

DELAWARE

1-7882

94-1692300

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

One AMD Place,
P.O. Box 3453
Sunnyvale, California

94088-3453

(address of principal executive office)

(Zip Code)

Registrant's telephone number,
including area code:

(408) 732-2400

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Item 5. Other Events.

On April 17, 1995, the Board of Directors of Advanced Micro Devices, Inc. (the "Company") acting through its Stockholder Rights Committee, ordered the redemption of the Company's preferred stock purchase rights (the "Rights"), issued in February 1990 to holders of the Company's Common Stock, to occur on May 3, 1995. The redemption price of \$.01 per Right will be payable on May 24, 1995 to holders of the Company's Common Stock as of May 3, 1995.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ADVANCED MICRO DEVICES, INC.
(Registrant)

Date: April 19, 1995

By: /s/ Marvin D. Burkett

Marvin D. Burkett
Senior Vice President,
Chief Financial and
Administrative Officer and Treasurer

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