

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 (date of earliest event reported): January 16, 2002

ADVANCED MICRO DEVICES, INC.

(Exact name of registrant as specified in its charter)

DELAWARE ----- (State or other jurisdiction of incorporation)	1-7882 ----- (Commission File Number)	94-1692300 ----- (I.R.S. Employer Identification No.)
One AMD Place, P.O. Box 3453 Sunnyvale, California ----- (address of principal executive offices)		94088-3453 ----- (Zip Code)
Registrant's telephone number, including area code:		(408) 732-2400 -----

Item 5. Other Events.

On January 16, 2002, AMD reported that net sales for the quarter ended December 30, 2001 grew by 24 percent sequentially.

Led by record unit and record dollar sales of PC processors, AMD reported fourth quarter net sales of \$951,873,000, which resulted in a net loss of \$15,842,000, or \$0.05 per share.

Net sales for the third quarter of 2001 were \$765,870,000, which resulted in a pro forma net loss of \$97,424,000, or a pro forma net loss of \$0.28 per share (excluding the effects of restructuring and other special charges amounting to \$89.3 million, impaired investments of \$22 million, and additional inventory provisions amounting to \$6.9 million.)

In the fourth quarter of 2000, AMD reported net sales of \$1,175,172,000 and net income of \$177,968,000, or \$0.53 per diluted share.

For the full year ended December 30, 2001, AMD reported net sales of \$3,891,754,000, a decline of 16 percent as compared to 2000, resulting in net income of \$28,924,000, or \$0.09 per diluted share on a pro forma basis. When the effects of restructuring and other special charges, impaired investments and additional inventory provisions are included, the company incurred a net loss in 2001 of \$60,581,000, or \$0.18 per share.

In 2000 AMD reported net sales of \$4,644,187,000 and net income of \$983,026,000, or \$2.89 per diluted share. Results for 2000 included a one-time net gain of \$189,202,000 from the sale of the company's voice communications business and a one-time charge associated with the retirement of senior secured notes. Pro forma net income for 2000 excluding the one-time net gain above was \$793,824,000, or \$2.35 per diluted share.

The company reported that fourth quarter unit sales of AMD processors for mobile PC applications increased by more than 50 percent sequentially.

The company also reported that it commenced production of AMD Athlon processors on 130-nanometer (0.13-micron) technology in Fab 30 in Dresden, Germany during the quarter.

AMD reported that Memory Group sales - principally flash memory products - declined by approximately 7 percent sequentially in the face of continued weak demand from the networking and communications sector.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits

Number -----	Exhibit -----
99.1	Financial Statements

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.

Date: January 23, 2002

By: /s/ Robert J. Rivet

Robert J. Rivet
Senior Vice President, Chief Financial
Officer

Exhibit Index

Number -----	Exhibit -----
99.1	Financial Statements

Advanced Micro Devices, Inc.
CONSOLIDATED BALANCE SHEETS
(Thousands)

<TABLE>
<CAPTION>

31,	Dec. 30,	Sept. 30,	December
	2001	2001	2000*

	(unaudited)	(unaudited)	
<S>	<C>	<C>	<C>
Assets			
Current assets:			
Cash, cash equivalents and short-term investments	\$ 869,997	\$ 903,534	\$
1,293,165			
Accounts receivable, net	659,783	588,563	
547,200			
Inventories	380,474	449,078	
343,541			
Deferred income taxes	155,898	168,846	
218,527			
Prepaid expenses and other current assets	286,957	289,722	
255,256			

Total current assets	2,353,109	2,399,743	
2,657,689			
Property, plant and equipment, net	2,739,138	2,715,292	
2,636,467			
Investment in joint venture	363,611	396,351	
261,728			
Other assets	191,384	227,819	
211,851			

	\$ 5,647,242	\$ 5,739,205	\$
5,767,735			
=====			
===			
Liabilities and Stockholders' Equity			
Current liabilities:			
Accounts payable	\$ 304,990	\$ 369,064	\$
477,369			
Accrued compensation and benefits	129,042	143,987	
172,815			
Accrued liabilities	443,995	382,797	
276,721			
Income tax payable	56,234	49,591	
74,806			
Deferred income on shipments to distributors	47,978	34,620	
92,828			
Current portion of long-term debt, capital lease obligations and other	331,698	192,487	
129,570			

Total current liabilities	1,313,937	1,172,546	
1,224,109			
Deferred income taxes	105,305	139,850	
203,986			
Long-term debt, capital lease obligations and other, less current portion	672,945	796,021	
1,167,973			
Stockholders' equity:			
Capital stock:			
Common stock, par value	3,405	3,471	
3,141			
Capital in excess of par value	1,889,217	1,959,483	

Net income (loss)	\$ (15,842)	\$ (186,929)	\$ 177,968	\$ (60,581)	\$ 983,026

Net income (loss) per common share					
Basic:					
Income (loss) before extraordinary item	\$ (0.05)	\$ (0.54)	\$ 0.57	\$ (0.18)	\$ 3.25
Net income (loss)	\$ (0.05)	\$ (0.54)	\$ 0.57	\$ (0.18)	\$ 3.18
Diluted:					
Income (loss) before extraordinary item	\$ (0.05)	\$ (0.54)	\$ 0.53	\$ (0.18)	\$ 2.95
Net income (loss)	\$ (0.05)	\$ (0.54)	\$ 0.53	\$ (0.18)	\$ 2.89

Shares used in per share calculation					
- Basic	340,119	345,044	313,501	332,407	309,331
- Diluted	340,119	345,044	349,782	332,407	350,000

</TABLE>

*Derived from the December 31, 2000 audited financial statements of Advanced Micro Devices, Inc.