

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): April 17, 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 April 17, 2002, AMD reported sales of \$902,073,000 and a net loss of \$9,163,000 for the quarter ended March 31, 2002. The net loss amounted to \$0.03 per share. The company reported record unit sales of PC processors during the quarter.

Total sales declined by 24 percent from the like period of 2001 and by 5 percent from the fourth quarter of 2001. In the first quarter of 2001, AMD reported total sales of \$1,188,747,000 and net income of \$124,837,000, which amounted to \$0.37 per diluted share. In the fourth quarter of 2001, AMD reported net sales of \$951,873,000, and a net loss of \$15,842,000, or \$0.05 per share.

AMD sold a record 8 million PC processors in the first quarter of 2002. Total PC processor sales of \$684 million for the quarter grew by 3 percent compared to \$661 million in the like period of 2001. Processor sales declined by 3 percent from the record \$703 million reported in the seasonally strong fourth quarter of 2001.

Sales of AMD memory products, principally flash memory devices, continued to be weak, amounting to \$160 million, compared to \$411 million in the like period a year ago and \$196 million in the fourth quarter of 2001.

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: April 23, 2002

By: /s/ Robert J. Rivet

Robert J. Rivet

Exhibit Index

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

Advanced Micro Devices, Inc.
 CONSOLIDATED BALANCE SHEETS
 (Thousands)
 <TABLE>
 <CAPTION>

	March 31, 2002	Dec. 30, 2001*
<S>	(unaudited)	<C>
Assets	<C>	<C>
Current assets:		
Cash, cash equivalents and short-term investments	\$1,276,723	\$ 869,997
Accounts receivable, net	692,165	659,783
Inventories	376,795	380,474
Deferred income taxes	162,820	155,898
Prepaid expenses and other current assets	151,377	286,957
Total current assets	2,659,880	2,353,109
Property, plant and equipment, net	2,769,234	2,739,138
Investment in joint venture	353,352	363,611
Other assets	182,476	191,384
	\$5,964,942	\$5,647,242
Liabilities and Stockholders' Equity		
Current liabilities:		
Accounts payable	\$ 383,495	\$ 304,990
Accrued compensation and benefits	133,401	129,042
Accrued liabilities	321,953	443,995
Income taxes payable	56,113	56,234
Deferred income on shipments to distributors	68,016	47,978
Current portion of long-term debt, capital lease obligations and other	264,029	331,698
Total current liabilities	1,227,007	1,313,937
Deferred income taxes	104,661	105,305
Long-term debt, capital lease obligations and other, less current portion	1,123,671	672,945
Stockholders' equity:		
Capital stock:		
Common stock, par value	3,414	3,405
Capital in excess of par value	1,898,349	1,889,217
Retained earnings	1,786,517	1,795,680
Accumulated other comprehensive loss	(178,677)	(133,247)
Total stockholders' equity	3,509,603	3,555,055
	\$5,964,942	\$5,647,242

</TABLE>

* Derived from the December 30, 2001 audited financial statements of Advanced Micro Devices, Inc.

Exhibit 99.1

Advanced Micro Devices, Inc.
 CONSOLIDATED STATEMENTS OF OPERATIONS
 (Thousands except per share amounts)
 <TABLE>
 <CAPTION>

	Quarter Ended (Unaudited)		
	March 31, 2002	Dec. 30, 2001	Apr. 1, 2001
<S>	<C>	<C>	<C>

Net sales	\$902,073	\$ 951,873	\$1,188,747
Cost of sales	586,874	644,662	714,830
Research and development	171,882	160,871	157,760
Marketing, general and administrative	156,860	163,684	149,138
- - - - -	915,616	969,217	1,021,728
Operating income (loss)	(13,543)	(17,344)	167,019
Interest and other income, net	9,538	5,784	18,823
Interest expense	(12,158)	(9,570)	(21,645)
- - - - -			
Income (loss) before income taxes and equity in net income (loss) of joint venture	(16,163)	(21,130)	164,197
Provision (benefit) for income taxes	(4,041)	(5,705)	52,543
- - - - -			
Income (loss) before equity in net income (loss) of joint venture	(12,122)	(15,425)	111,654
Equity in net income (loss) of joint venture	2,959	(417)	13,183
- - - - -			
Net income (loss)	\$ (9,163)	\$ (15,842)	\$ 124,837
- - - - -			
Net income (loss) per common share			
Basic:			
Net income (loss)	\$ (0.03)	\$ (0.05)	\$ 0.40
Diluted:			
Net income (loss)	\$ (0.03)	\$ (0.05)	\$ 0.37
- - - - -			
Shares used in per share calculation			
- Basic	340,806	340,119	314,347
- Diluted	340,806	340,119	351,785
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