

FORM 4

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

OMB APPROVAL

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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| 1. Name and Address of Reporting Person PALMER ROBERT B | | 2. Issuer Name and Ticker or Trading Symbol ADVANCED MICRO DEVICES INC [AMD] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ Former Director | | | | | | |
|---|---|---|-----------------------------------|---|--|------------|-------|--|---|--|
| (Last) (First) (Middle) ADVANCED MICRO DEVICES, INC., ONE AMD PLACE | | 3. Date of Earliest Transaction (Month/Day/Year) 05/16/2013 | | | | | | | | |
| (Street) SUNNYVALE, CA 94088-3453 | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 | (A) or (D) | Price | | | |
| Common Stock | 05/16/2013 | | M | | 163,454 (1) | A | \$ 0 | 275,564 | D | |

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|---|---|-----------------------------------|---|--|-----|---|-----------------|--|----------------------------|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units | \$ 0 | 05/16/2013 | | M | | 12,500 | | 05/16/2013 | 05/03/2014 | Common Stock | 12,500 | \$ 0 | 0 | D | |
| Restricted Stock Units | \$ 0 | 05/16/2013 | | M | | 15,625 | | 05/16/2013 | 05/08/2015 | Common Stock | 15,625 | \$ 0 | 0 | D | |
| Restricted Stock Units | \$ 0 | 05/16/2013 | | M | | 50,000 | | 05/16/2013 | 05/07/2016 | Common Stock | 50,000 | \$ 0 | 0 | D | |
| Restricted Stock Units | \$ 0 | 05/16/2013 | | M | | 28,125 | | 05/16/2013 | 05/20/2017 | Common Stock | 28,125 | \$ 0 | 0 | D | |
| Restricted Stock Units | \$ 0 | 05/16/2013 | | M | | 27,124 | | 05/16/2013 | 05/03/2018 | Common Stock | 27,124 | \$ 0 | 0 | D | |
| Restricted Stock Units | \$ 0 | 05/16/2013 | | M | | 30,080 | | 05/16/2013 | 05/10/2019 | Common Stock | 30,080 | \$ 0 | 0 | D | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-----------------|
| | Director | 10% Owner | Officer | Other |
| PALMER ROBERT B ADVANCED MICRO DEVICES, INC. | | | | Former Director |

ONE AMD PLACE
SUNNYVALE, CA 94088-3453

Signatures

Faina Roeder By Power of Attorney

**Signature of Reporting Person

05/20/2013

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).

Mr. Palmer retired from AMD's Board of Directors effective May 16, 2013. In connection with AMD's outside director equity compensation policy, because Mr. Palmer served as a member of the Board for at least three years prior to his retirement and satisfied AMD's equity ownership guidelines, his unvested RSU awards comprised of 18,419 shares of AMD common stock, became (1) fully vested upon his retirement on May 16, 2013. In addition, pursuant to AMD's outside director equity compensation policy, Mr. Palmer elected to defer the issuance of these shares of stock issuable upon the vesting of his RSU awards until he ceases to serve on the Board. On May 16, 2013, the date of his retirement from AMD's Board of Directors, the deferred shares were issued to Mr. Palmer.

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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