

ADVANCED MICRO DEVICES INC
Form 8-K
January 12, 2006

UNITED STATES
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

January 12, 2006

Date of Report (Date of earliest event reported)

ADVANCED MICRO DEVICES, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State of Incorporation)

001-07882
(Commission File Number)

94-1692300
(IRS Employer

Identification Number)

One AMD Place

P.O. Box 3453

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Sunnyvale, California 94088-3453

(Address of principal executive offices) (Zip Code)

(408) 749-4000

(Registrant's telephone number, including area code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.04. Triggering Events that Accelerate or Increase a Direct Financial Obligation or an Obligation Under an Off-Balance Sheet Arrangement; Item 8.01. Other Events.

On January 12, 2006, pursuant to the Indenture dated January 29, 2002, between Advanced Micro Devices, Inc. (the Company) and the Bank of New York, as Trustee (the Indenture) relating to the 4.75% Convertible Senior Debentures Due 2022 (the Debentures), the Company announced that it notified the Trustee and the holders of the Debentures that on February 6, 2006 (the Redemption Date) the Company will redeem all outstanding Debentures at a redemption price of 101.583% of the principal amount outstanding, plus accrued but unpaid interest, if any, to, but excluding, the Redemption Date. As of January 11, 2006, approximately \$500 million aggregate principal amount of the Debentures was outstanding. The announcement of the notice of redemption was made by the Company in its press release dated January 12, 2006, filed as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits

99.1 Press Release dated January 12, 2006

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, 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 12, 2006

By: /s/ Faina Medzonsky

Name: Faina Medzonsky
Title: Assistant Secretary