Edgar Filing: EBERHART PAULETT - Form 4

| EBERHART | PAULETT | | | | | | | | | | |
|---|--|-----------------------------|-------------------------------------|--|-------------------------------------|--|----------------|--|---|--|--|
| Form 4 | | | | | | | | | | | |
| May 11, 2009 | | | | | | | | | | | |
| FORM | UNITED | STATES | | ITIES Al hington, | | | NGE (| COMMISSION | | 9PROVAL 3235-0287 | |
| Check this if no longe subject to Section 16 Form 4 or Form 5 obligation: may contin <i>See</i> Instruct 1(b). | er STATE 5. Filed pu ^s Section 17 | rsuant to S (a) of the 1 | Section 16 | SECUR 6(a) of the ility Hold | ITIES Securiti ing Com | es Ex pany | chang Act o | NERSHIP OF ge Act of 1934, f 1935 or Sectic 40 | Expires: Estimated a burden hou response | irs per | |
| (Print or Type Ro | esponses) | | | | | | | | | | |
| EBERHART PAULETT Symbol | | | | Name and ICED MI ^a MD] | | | - | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| | (First) D MICRO DEV AMD PLACE | (Middle) /ICES, | 3. Date of (Month/Da 05/07/20 | • | ansaction | | | X Director Officer (give below) | | e) 9 Owner er (specify ng(Check | |
| | (Street) | | | ndment, Dat th/Day/Year) | - | | | 6. Individual or J Applicable Line) _X_ Form filed by | - | - | |
| SUNNYVAI | LE, CA 94088 | 3453 | | | | | | | More than One Re | | |
| (City) | (State) | (Zip) | Table | e I - Non-Do | erivative S | Securi | ties Ac | quired, Disposed o | of, or Beneficial | lly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Da (Month/Day/Yea | r) Execution any | med | 3. Transactio Code (Instr. 8) | 4. Securi onAcquired Disposed | ties l (A) o l of (D 4 and (A) or | r) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership | - | |
| Common Stock | 05/08/2009 | | | М | 5,208 | А | \$0 | 27,207 | D | | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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| 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. Transactio Code (Instr. 8) | 5. Numbe orDerivative Securities Acquired Disposed (Instr. 3, 4 | e (A) or of (D) | 6. Date Exercisab Expiration Date (Month/Day/Year | | 7. Title and A Underlying S (Instr. 3 and | Seci |
|---|---|---|---|--|--|-----------------------|---|--------------------|---|--------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | A or N of |
| RSU Award | \$ 0 <u>(1)</u> | 05/07/2009 | | А | 50,000 (2) | | 05/07/2012 <u>(3)</u> | 05/07/2019 | Common Stock | 5 |
| Restricted Stock Units | \$ 0 | 05/08/2009 | | М | | 5,208 | 05/08/2009 | 05/08/2018 | Common Stock | 4 |

Reporting Owners

| Reporting Owner Name / Address | | | | |
|---|----------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| EBERHART PAULETT ADVANCED MICRO DEVICES, INC. ONE AMD PLACE SUNNYVALE, CA 94088-3453 | Х | | | |
| Signatures | | | | |
| Faina Medzonsky By Power of Attorney | 05/1 | 1/2009 | | |
| **Signature of Reporting Person | Γ | 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).
- (1) Each restricted stock unit respresents a contingent right to receive one share of common stock.
- (2) Reporting person elects to defer issuance of shares of May 2009 RSU Grant issuable upon vesting pursuant to Deferral Election Agreement.
- (3) Grant of restricted stock vests $33 \ 1/3\%$ on the first anniversary of the date of grant, $33 \ 1/3\%$ on the second anniversary of the date of grant and $33 \ 1/3\%$ on the third anniversary on the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.