

ADVANCED MICRO DEVICES INC

Form 8-K

December 17, 2014

**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**

**December 11, 2014**

**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**

**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))

**Item 1.01. Entry into a Material Definitive Agreement.**

On December 11, 2014, Advanced Micro Devices, Inc., a Delaware corporation (the Company), and AMD International Sales & Service, Ltd., a Delaware corporation and wholly-owned subsidiary of the Company (together with the Company, the Borrowers), entered into a First Amendment to Loan and Security Agreement (the First Amendment) by and among the Borrowers, the financial institutions party thereto as lenders (the Lenders) and Bank of America, N.A., a national banking association, as agent for the Lenders (the Agent), which modifies that certain Loan and Security Agreement, dated as of November 12, 2013 (the Loan Agreement), by and among the Borrowers, the Lenders and the Agent.

The First Amendment amends the Loan Agreement to reduce the minimum amount of domestic cash or cash equivalents held in certain accounts of the Borrowers from \$500,000,000 to \$250,000,000, which the Borrowers are required to hold in order to avoid triggering certain financial covenants and other restrictive terms contained in the Loan Agreement, as well as to change certain financial and other definitions.

The First Amendment was designed to provide the Company with greater operational flexibility.

The Borrowers did not pay any amendment fees to the Lenders in connection with the First Amendment.

The preceding description of the First Amendment is qualified in its entirety by reference to the entire text of the First Amendment, filed as Exhibit 10.1 to this Current Report on Form 8-K and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| Exhibit No. | Description                                                                                                                                                                                                                     |
|-------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 10.1        | First Amendment to Loan and Security Agreement, dated as of December 11, 2014, by and among the Company, AMD International Sales & Service, Ltd., the financial institutions party thereto as lenders and Bank of America, N.A. |

**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.

Date: December 17, 2014

ADVANCED MICRO DEVICES, INC.

By: /s/ Devinder Kumar

Name: Devinder Kumar

Title: Senior Vice President and Chief Financial Officer

**EXHIBIT INDEX**

| Exhibit No. | Description                                                                                                                                                                                                                                      |
|-------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
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