

NYSE AMEX SAMPLE LISTING APPLICATION FOR DEBENTURES AND ADDITIONAL COMMON STOCK

LISTING APPLICATION

Approved on: _____

No: _____

Date: _____

AMD CORPORATION

5620 Main Street
Anytown, New York 10621
Telephone (212) 938-9000

AMD CORPORATION (the "Company") hereby makes application to the NYSE Amex for the listing of:

\$50,000,000 principal amount of 10% Convertible Subordinated Debentures due January 1, 2014 (the "Debentures") as described in the attached Prospectus;

AND

1,000,000 additional shares of Common Stock, par value 5¢ per share, upon official notice of issuance and conversion of the Debentures;

making a total of 9,000,000 shares of said Common Stock, the listing of which is herein and has heretofore been applied for (of a total authorized issue of 10,000,000 shares).

Other than the unissued reserved shares of common stock herein applied for, there are no authorized but unissued shares of common stock reserved for issuance for any specific purpose.

PROSPECTUS

Attached hereto and incorporated herein by reference is a copy of the Company's Prospectus dated _____ (the "Prospectus") used in connection with the sale of the Debentures. An index appears on page ____ thereof. Reference is made to pages ____ through ____ of the Prospectus for a summary of certain provisions contained in the Indenture and the Debentures. All of the Debentures have been sold and the net proceeds of \$ _____ million are being applied as set forth on page ____ of the Prospectus. There have been no material developments affecting the Company since the date of the Prospectus.

The undersigned hereby certifies that the statements made herein and the papers and exhibits submitted in support hereof are, to the best of such person's knowledge and belief, true and correct.

AMD CORPORATION

By: _____

DULY AUTHORIZED OFFICER

PLEASE PRINT NAME AND TITLE

