



AMD-ATI FACT SHEET

About the AMD-ATI Partnership

On July 24, 2006, AMD (NYSE: AMD) and ATI (TSX: ATY, NASDAQ: ATYT) announced plans to join forces, creating a processing powerhouse. AMD's leadership in CPUs combined with ATI's leadership in computing, graphics, and digital media is expected to enable the two companies to drive growth, ready to win business in commercial and mobile computing and rapidly-growing consumer electronics segments. AMD and ATI's shared goal is to re-invent our industry as the customer-centric technology leader and partner of choice.

Combined, the companies plan to deliver a broad portfolio of customer-centric, open platforms beginning in 2007 to address increasing demand for more integrated solutions in the following segments:

- Commercial Client
- Mobile Computing
- Gaming and Media Computing
- Consumer Electronics
- Emerging Markets

The new company will then aim to transform processing technologies with general-purpose, media-centric, data-centric and graphic-centric platforms in 2008 and beyond.

Financial Terms:

- Transaction valued at \$5.4 billion
- Under the terms of the transaction, AMD will acquire all of the outstanding common shares of ATI for a combination of \$4.2 billion of cash and 57 million AMD shares of common stock, based on ATI's outstanding common stock on July 21, 2006. All outstanding options and RSUs of ATI will be assumed. Based upon the closing price of AMD common stock on July 21, 2006 of \$18.26 per share, the consideration for each outstanding share of ATI common stock would be \$20.47, comprised of \$16.40 of cash and 0.2229 shares of AMD common stock.
- 20 percent stock, 80 percent cash based on ATI's outstanding common stock on July 21, 2006.

Closing Terms: Closure dependent on ATI shareholder vote, court approval and other regulatory approvals, including merger review in the United States, Canada and other jurisdictions, as well as customary closing conditions. Deal expected to close in Q4 2006.

Headquarters: Sunnyvale, California, with major business centers in Silicon Valley, Austin, and Markham, Ontario, as well as sales, design and manufacturing centers worldwide.



Name of New Company: AMD

Employees: Approximately 14,900

Integrated Leadership Team:

- Chairman and CEO: Hector Ruiz
- President and COO: Dirk Meyer
- Executive Vice President of the ATI Business Unit: Dave Orton
- Chief Financial Officer: Bob Rivet
- Chief Sales and Marketing Officer: Henri Richard
- Chief Administration Officer: Tom McCoy
- VP Worldwide Sales: Rick Hegberg

Post-Merger Transition Team Managed by:

- Dave Orton
- Dirk Meyer
- Bob Rivet

Board of Directors:

AMD Board of Directors + 2 directors from ATI

Global Operations:

Canada, China, France, Germany, India, Ireland, Japan, Malaysia, Singapore, Thailand, Taiwan and the U.S.

Select Customers and Technology Partners:

Acer, Apple, Broadcom, Dell, Fujitsu, Fujitsu-Siemens, Funai, Gateway, HP, Hitachi, IBM, Lenovo, LG, Microsoft, Mitsubishi, Motorola, NEC, Nintendo, Nokia, NVIDIA, Qualcomm, Samsung, Sharp, SiS, Sony, Sun Microsystems, Toshiba, VIA

Web Sites:

www.amd.com

www.ati.com

About AMD

Advanced Micro Devices (NYSE: AMD) is a leading global provider of innovative microprocessor solutions for computing, communications and consumer electronics markets. Founded in 1969, AMD is dedicated to delivering superior computing solutions based on customer needs that empower users worldwide. For more information visit www.amd.com.

About ATI

ATI Technologies Inc. is a world leader in the design and manufacture of innovative 3D graphics, PC platform technologies and digital media silicon solutions. An industry pioneer since 1985, ATI is the world's foremost graphics processor unit (GPU) provider and



is dedicated to deliver leading-edge performance solutions for the full range of PC and Mac desktop and notebook platforms, workstation, set-top and digital television, game console and handheld device markets. With fiscal 2005 revenues of US \$2.2 billion, ATI has approximately 4,000 employees in the Americas, Europe and Asia. ATI common shares trade on NASDAQ (ATYT) and the Toronto Stock Exchange (ATY).

Safe Harbor Statement

This document contains forward-looking statements, which are made pursuant to the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995. Forward-looking statements are commonly identified by words such as "would," "may," "will," "expects," and other terms with similar meaning. Forward-looking statements are based on current beliefs, assumptions and expectations and speak only as of the date of this release and involve risks and uncertainties that could cause actual results to differ materially from current expectations. The material factors and assumptions that could cause actual results to differ materially from current expectations include, without limitation, the following: (1) the possibility that there are unexpected delays in obtaining regulatory approvals, (2) failure to obtain approval of ATI shareholders or the court of the Plan of Arrangement, (3) actions that may be taken by the competitors, customers and suppliers of AMD or ATI that may cause the transaction to be delayed or not completed, (4) delays associated with integrating the companies, including employees and operations, after the transaction is completed, and (5) other factors that may affect future results of the combined company described in the section entitled "Risk Factors" in the management information circular to be mailed to ATI's shareholders and in AMD and ATI's filings with the U.S. Securities and Exchange Commission ("SEC") that are available on the SEC's web site located at <http://www.sec.gov>, including the section entitled "Risk Factors" in AMD's Form 10-Q for the fiscal quarter ended March 26, 2006 and the section entitled "Risks and Uncertainties" in Exhibit 1 to ATI's Form 40-F for the fiscal year ended August 31, 2005. Please see Item 3.12 "Narrative Description of the Business – Risks and Uncertainties" in ATI's 2005 Annual Information Form and the Risks and Uncertainties section of ATI's annual MD&A on page 30 of ATI's 2005 Annual report filed on the SEDAR website maintained by the Canadian Securities Administrators at <http://www.sedar.com>. Readers are strongly urged to read the full cautionary statements contained in those materials. We assume no obligation to update or revise any forward-looking statement, whether as a result of new information, future events or any other reason.

Additional Information



In connection with the proposed transaction, ATI intends to file a management proxy circular with the Canadian Securities regulatory authorities. Investors and security holders are urged to read the management proxy circular when it becomes available because it will contain important information about AMD, ATI and the transaction. Investors and security holders may obtain the management proxy circular free of charge at the website of the Canadian System for Electronic Document Analysis and Retrieval (SEDAR) maintained by the Canadian Securities Administrators at <http://www.sedar.com>. Investors and security holders may obtain any documents relating to the transaction filed by AMD with the SEC free of charge at the SEC's website located at <http://www.sec.gov>.

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