

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D/A  
(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULE 13d-1(a) AND AMENDMENTS THERETO  
FILED PURSUANT TO RULE 13d-2(1)  
(Amendment No. 2)\*

MICRON TECHNOLOGY, INC.  
(Name of Issuer)

Common Stock, \$.10 par value  
(Title of Class of Securities)

595112-10-3  
(CUSIP Number)

F. Thomas Dunlap  
Vice President, General Counsel and Secretary  
Intel Corporation  
2200 Mission College Boulevard  
Santa Clara, CA 95052  
Telephone: (408) 765-8080  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

May 12, 2000  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule  
13G to report the acquisition which is the subject of this  
Schedule 13D and is filing this schedule because of Rule 13d-  
1 (e), 13d-1 (f) or 13d-1 (g), check the following box [ ].

\*The remainder of this cover page shall be filled out for a  
reporting person's initial filing on this form with respect to  
the subject class of securities, and for any subsequent amendment  
containing information which would alter the disclosures provided  
in a prior cover page.

The information required in the remainder of this cover page  
shall not be deemed to be "filed" for the purpose of Section 18  
of the Securities Exchange Act of 1934 (the "Act") or otherwise  
subject to the liabilities of that section of the Act but shall  
be subject to all other provisions of the Act.

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1. NAME OF REPORTING PERSON: INTEL CORPORATION  
S.S. or I.R.S. IDENTIFICATION NO. OF 94-1672743  
ABOVE PERSON:
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*\* (a) [ ]  
(b) [ ]
3. SEC USE ONLY
4. SOURCE OF FUNDS: WC
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS [ ]  
REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)
6. CITIZENSHIP OR PLACE OF ORGANIZATION: DELAWARE
7. SOLE VOTING POWER: 25,476,254 (1)
- NUMBER OF 8. SHARED VOTING POWER: N/A  
SHARES
- OWNED BY EACH 9. SOLE DISPOSITIVE POWER: 25,476,254 (1)  
REPORTING
- PERSON WITH 10. SHARED DISPOSITIVE POWER: N/A
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH 25,476,254 (1)  
REPORTING PERSON:
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) [ ]  
EXCLUDES CERTAIN SHARES\*\*

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 4.6%  
(11):

14. TYPE OF REPORTING PERSON: CO

\*\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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Intel Corporation ("Intel" or the "Reporting Person") hereby amends its statement on Schedule 13D filed with the Securities and Exchange Commission on October 27, 1998, as previously amended, with respect to the Common Stock of Micron Technologies, Inc. ("Micron" or "Issuer").

ITEM 2. Identity and Background.

(a) Name of Person Filing:

Intel Corporation (the "Reporting Person")

(b) Address of Principal Business Office:

2200 Mission College Boulevard  
Santa Clara, CA 95052-8119

(c) Principal Business:

Manufacturer of microcomputer components,  
modules and systems.

(d) Criminal Proceedings:

During the last five years, neither the Reporting Person nor any executive officer or director of the Reporting Person has been convicted in any criminal proceeding.

(e) Civil Proceedings:

During the last five years, neither the Reporting Person nor any executive officer or director of the Reporting Person has been party to any civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which such person was or is subject to any judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, Federal or State securities laws or finding any violation with respect to such laws.

(f) Place of Organization:

Delaware

Attached hereto as Appendix A is information required by this Item 2 with respect to the executive officers and directors of the Reporting Person. All such individuals are U.S. citizens, except as otherwise indicated on Appendix A.

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ITEM 4. Purpose of the Transaction.

The Reporting Person presently holds the Securities as an investment. Depending upon the Reporting Person's evaluation of market conditions, market price, alternative investment opportunities, liquidity needs and other factors, the Reporting Person will from time to time explore opportunities for liquidating all or a portion of the Securities, through one or more sales pursuant to public or private offerings or otherwise. The Reporting Person may determine to retain some portion of the Securities as an investment.

ITEM 5. Interest in Securities of the Issuer.

(a) Number of Shares 25,476,254(1)  
Beneficially Owned:

Right to Acquire: N/A

Percent of Class: 4.6% of the Issuer's outstanding Common Stock (based upon 554,824,850 shares of Common Stock outstanding(1), as reported by the Issuer in its Form 10-Q for the quarter ended March 2, 2000 and assuming the conversion of 31,620,554 shares of Class A Common Stock issued to the Reporting Person pursuant to the Securities Purchase Agreement between the Issuer and the Reporting Person dated October 15, 1998, previously filed).

(b) Sole Power to Vote, Direct the Vote of, or Dispose of Shares: 25,476,254(1)

(1) The Reporting Person owns Class A Common Stock that automatically converts into Common Stock upon sale or transfer except for certain sales or transfers specified in the Issuer's Certificate of Amendment of the Certificate of Incorporation. The Reporting Person may also earlier convert at its option. All share amounts reported have been adjusted for the 2:1 stock split effective May 1, 2000 as reported by the Issuer in Form 10Q for the quarter ended March 2, 2000.

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(c) Recent Transactions: On May 12, 2000 the Reporting Person sold in multiple transactions between May 4, 2000 and May 12, 2000, an aggregate of 6,144,300 shares of Common Stock. All shares were sold pursuant to Rule 144 promulgated under the Securities Act of 1933, as amended.

(d) Rights with Respect to Dividends or Sales Proceeds: N/A

(e) Date of Cessation of Five Percent Beneficial Ownership: May 12, 2000

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated as of May 15, 2000.

By: /s/F. Thomas Dunlap, Jr.  
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F. Thomas Dunlap, Jr.  
Vice President, General  
Counsel and Secretary

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APPENDIX A

DIRECTORS

The following is a list of all Directors of Intel Corporation and certain other information with respect to each Director. All Directors are United States citizens except as indicated below.

Name: Craig R. Barrett

Business Address: Intel Corporation, 2200 Mission College Boulevard, Santa Clara, CA 95052

Principal Occupation: President and Chief Executive Officer

Name, principal business and address of corporation or other organization in which employment is conducted: Intel Corporation, a manufacturer of microcomputer components, modules and systems. 2200 Mission College Boulevard Santa Clara, CA 95052

Name: John Browne

Business Address: BP Amoco p.l.c., Britannic House, 1 Finsbury Circus, London EC2M 7BA

Principal Occupation: Group Chief Executive

Name, principal business and address of corporation or other organization in which employment is conducted: BP Amoco p.l.c., an integrated oil company. Britannic House, 1 Finsbury Circus London EC2M 7BA

Citizenship: British

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Name: Winston H. Chen

Business Address: Paramitas Foundation, 3945 Freedom Circle, Suite 760, Santa Clara, CA 95054

Principal Occupation: Chairman

Name, principal business and address of corporation or other organization in which employment is conducted: Paramitas Foundation, a charitable foundation. 3945 Freedom Circle, Suite 760 Santa Clara, CA 95054

Name: Andrew S. Grove

Business Intel Corporation, 2200 Mission College  
Address: Boulevard, Santa Clara, CA 95052

Principal Chairman of the Board of Directors  
Occupation:

Name, principal Intel Corporation, a manufacturer of  
business and microcomputer components, modules and systems.  
address of 2200 Mission College Boulevard  
corporation or Santa Clara, CA 95052  
other  
organization in  
which employment  
is conducted:

Name: D. James Guzy

Business Arbor Company, 1340 Arbor Road, Menlo Park, CA  
Address: 94025

Principal Chairman  
Occupation:

Name, principal Arbor Company, a limited partnership engaged  
business and in the electronics and computer industry.  
address of 1340 Arbor Road  
corporation or Menlo Park, CA 94025  
other  
organization in  
which employment  
is conducted:

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Name: Gordon E. Moore

Business Intel Corporation, 2200 Mission College  
Address: Boulevard, Santa Clara, CA 95052

Principal Chairman Emeritus of the Board of Directors  
Occupation:

Name, principal Intel Corporation, a manufacturer of  
business and microcomputer components, modules and systems.  
address of 2200 Mission College Boulevard  
corporation or Santa Clara, CA 95052  
other  
organization in  
which employment  
is conducted:

Name: David S. Pottruck

Business The Charles Schwab Corporation, 101 Montgomery  
Address: Street, San Francisco, CA 94104

Principal President and Co-Chief Executive Officer  
Occupation:

Name, principal The Charles Schwab Corporation, a financial  
business and services provider  
address of 101 Montgomery Street  
corporation or San Francisco, CA 94104  
other  
organization in  
which employment  
is conducted:

Name: Jane E. Shaw

Business AeroGen, Inc., 1310 Orleans Drive, Sunnyvale,  
Address: CA 94089

Principal Chairman and Chief Executive Officer  
Occupation:

Name, principal AeroGen, Inc., a private company specializing  
business and in controlled delivery of drugs to the lungs

address of 1310 Orleans Drive  
corporation or Sunnyvale, CA 94089  
other  
organization in  
which employment  
is conducted:

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Name: Leslie L. Vadasz  
Business Address: Intel Corporation, 2200 Mission College  
Boulevard, Santa Clara, CA 95052  
Principal Occupation: Executive Vice President; President, Intel  
Capital  
Name, principal business and address of corporation or other organization in which employment is conducted: Intel Corporation, a manufacturer of microcomputer components, modules and systems.  
2200 Mission College Boulevard  
Santa Clara, CA 95052

Name: David B. Yoffie  
Business Address: Harvard Business School, Morgan Hall 215,  
Soldiers Field Park Road, Boston, MA 02163  
Principal Occupation: Max and Doris Starr Professor of International  
Business Administration  
Name, principal business and address of corporation or other organization in which employment is conducted: Harvard Business School, an educational institution.  
Morgan Hall 215, Soldiers Field Park Road  
Boston, MA 02163

Name: Charles E. Young  
Business Address: University of Florida, 226 Tigert Hall, P.O.  
Box 113150, Gainesville, FL 32610  
Principal Occupation: Interim President of the University of Florida  
Name, principal business and address of corporation or other organization in which employment is conducted: University of Florida  
226 Tigert Hall  
P.O. Box 113150  
Gainesville, FL 32610

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#### EXECUTIVE OFFICERS

The following is a list of all executive officers of Intel Corporation excluding executive officers who are also directors. Unless otherwise indicated, each officer's business address is 2200 Mission College Boulevard, Santa Clara, California 95052-8119, which address is Intel Corporation's business address.

Name: Paul S. Otellini  
Title: Executive Vice President; General Manager, Intel  
Architecture Business Group

Name: Gerhard H. Parker  
Title: Executive Vice President; General Manager, New  
Business Group

Name: Andy D. Bryant  
Title: Senior Vice President, Chief Financial and Enterprise Services Officer

Name: Sean M. Maloney  
Title: Senior Vice President; Director, Sales and Marketing Group

Name: Michael R. Splinter  
Title: Senior Vice President; General Manager, Technology and Manufacturing Group

Name: Albert Y. C. Yu  
Title: Senior Vice President; General Manager, Microprocessor Products Group

Name: F. Thomas Dunlap, Jr.  
Title: Vice President, General Counsel and Secretary

Name: Arvind Sodhani  
Title: Vice President, Treasurer