

**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

Date of Report: August 7, 2002

(Date of earliest event reported)

INTEL CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State of
incorporation)

0-6217
(Commission
File Number)

94-1672743
(IRS Employer
Identification No.)

2200 Mission College Blvd., Santa Clara, California
(Address of principal executive offices)

95052-8119
(Zip Code)

(408) 765-8080
(Registrant's telephone number, including area code)

Item 5. OTHER EVENTS

- 5.1** In accord with Commission Order No. 4-460 (June 27, 2002), and the published Statement of the Commission Staff (July 29, 2002), the Registrant is attaching hereto (Exhibits 7(c)) copies of the sworn statements of Craig R. Barrett, Chief Executive Officer, and Andy D. Bryant, Chief Financial Officer. The originals of these documents are being submitted to the Secretary of the Commission in accord with said Order on or about August 8, 2002. The filing of these documents with this Form 8-K should not be considered as implying that the Registrant considers these documents to be material in nature. The Registrant notes that the documents are to be published by the Commission on the www.sec.gov website, and that the Registrant is publishing a press release dated as of August 8, 2002 stating that such documents have been filed, without exceptions, with the Commission.

Item 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

(c) Exhibits

- 99.1** Craig R. Barrett Statement Under Oath of Principal Executive Officer Regarding Facts and Circumstances Relating to Exchange Act Filings.
- 99.2** Andy D. Bryant Statement Under Oath of Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings.

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.

INTEL CORPORATION

(Registrant)

Date: August 7, 2002

By: /s/ Andy D. Bryant

Andy D. Bryant
Executive Vice President,
Chief Financial Officer and
Principal Accounting Officer

Statement Under Oath of Principal Executive Officer and Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings

I, Craig R. Barrett, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Intel Corporation, and, except as corrected or supplemented in a subsequent covered report:
- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
- annual report on Form 10-K filed with the Commission of Intel Corporation for the fiscal year ended December 29, 2001
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Intel Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

Signature: /s/ C.R. Barrett

Name: Craig R. Barrett Subscribed and sworn to before me this 30 day of July 2002.

Title: Chief Executive Officer /s/ T. Smith

Date: July 30, 2002 Notary Public My Commission Expires: July 15, 2004

Statement Under Oath of Principal Executive Officer and Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings

I, Andy D. Bryant, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Intel Corporation, and, except as corrected or supplemented in a subsequent covered report:
- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
- annual report on Form 10-K filed with the Commission of Intel Corporation for the fiscal year ended December 29, 2001
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Intel Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

Signature: /s/ Andy D. Bryant

Name: Andy D. Bryant Subscribed and sworn to before me this 7th day of August 2002.

Title: Executive Vice President /s/ T. Smith
Chief Financial Officer Notary Public My Commission Expires: July 15, 2004

Date: August 7, 2002