FORM	4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)											
1. Name and Address of Reporting VADASZ LESLIE L	2. Issuer Nan INTEL COF			Trading S	Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner			
(Last) (First) INTEL CORPORATION, 2 COLLEGE BLVD.	3. Date of Earl 12/19/2003	iest Transa	iction	(Month/D	ay/Yea		Officer (give title below) Other (specify below) DIRECTOR EMERITUS				
(Street) SANTA CLARA, CA 95052	4. If Amendme	ent, Date O	rigina	al Filed(Mo	onth/Day/	X Form filed by One Reporti	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State)	(Zip)		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1. Title of Security (Instr. 3)	Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	ction	(A) or Disposed of Be (D) Fol (Instr. 3, 4 and 5) Tra			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	or Indirect (I) (Instr. 4)		
COMMON	12/19/2003		G	v	18,100	D	\$ 0 (1)	5,138,199	Ι	TRUST FOR SELF/SPOUSE	
COMMON								216,904	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1474 (9-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

	(e.g., puts, calls, warrants, options, convertible securities)														
1. Title of	2.	3. Transaction	3A. Deemed	4.		5.		6. Date Exer	cisable	7. Tit	le and	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	ion	Numl	ber	and Expirati	on Date	Amo	unt of	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		of		(Month/Day	/Year)	Unde	rlying	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		Derivative			Securities		rities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Securities			(Instr. 3 and			Owned	Security:	(Instr. 4)	
	Security					Acquired				4)			U	Direct (D)	
						(A) or							1	or Indirect	
					Disposed								Transaction(s)	< / .	
						of (D)							(Instr. 4)	(Instr. 4)	
						(Instr. 3,									
						4, and 5)									
											Amount				
								Data	Exmination		or				
								Date Exercisable	Expiration	Title	Number				
								Exercisable	Date		of				
				Code	V	(A)	(D)				Shares				

Reporting Owners

Penerting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
VADASZ LESLIE L INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95052				DIRECTOR EMERITUS			

Signatures

LESLIE L. VADASZ	12/1
**Signature of Reporting Person	1

2/19/2003 Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Not a required reportable field. New SEC software requires a dollar amount; use zero per SEC.

Remarks:

Mr. Vadasz holds 1,091,475 options with the right to buy Intel Corporation common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.