FORM 4	4
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#### 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 Person – BARSHEFSKY CHARLENE	2. Issuer Name and INTEL CORP [I]		Fradir	ıg Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
WILMER, CUTLER PICKERING HA DORR LLP, 2445 M STREET N.W.	ATEO	3. Date of Earliest Tr 06/30/2005	ansaction (1	Montl	h/Day/Yea	r)		ther (specify bel	ow)		
(Street) WASHINGTON, DC 20037	2	4. If Amendment, Da	If Amendment, Date Original Filed(Month/Day/Year) 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)	ï	able I - No	n-De	rivative S	ecuritie	s Acqu	ired, Disposed of, or Beneficially Ow	ned		
(Instr. 3) Da	. Transaction Date Month/Day/Year)	Execution Date, if	3. Transact Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form:	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)	
COMMON								1,700	Ι	By 401(k) Plan	

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

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. SEC 1474 (9-02)

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

able II -	Den	vative	secu	nues Acqu	in cu, Di	sposeu o	n, 01	Denenciany	/ <b>U</b> w
	(0 a	nute	calle	warrants	ontions	convert	tible	securities)	

				( <i>e.g.</i> , pu	ls, ca	uns, wa	arran	its, options, o	convertible	securities)					
1. Title of	2.	3. Transaction	3A. Deemed	4.		5.		6. Date Exer	cisable	7. Title and A	mount of	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transac	tion	Numb	ber	and Expiration Date		Underlying Securities		Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		of		(Month/Day/Year)		(Instr. 3 and 4)		Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	)	Deriv	ative					(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Secur	ities						Owned	Security:	(Instr. 4)
	Security					Acqui	ired						Following	Direct (D)	
						(A) 01							1	or Indirect	
						Dispo							Transaction(s)	· /	
						of (D)							(Instr. 4)	(Instr. 4)	
						(Instr.	· ·								
						4, and	15)		-						
											Amount				
								Date	Expiration		or				
								Exercisable		Title	Number				
								Exercisable	Duit		of				
				Code	V	(A)	(D)				Shares				
Phantom															
Share	(1)	06/30/2005		А		577		<u>(2)</u>	<u>(2)</u>	COM.STK	577	\$ 26.06	1,223 ( <u>3)</u>	D	
Units						,					- / /	+ = 5.00	1,225		
0															

## **Reporting Owners**

Bonosting Owner Name / Addusse		Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
BARSHEFSKY CHARLENE WILMER, CUTLER PICKERING HALE & DORR LLP 2445 M STREET N.W. WASHINGTON, DC 20037	Х						

### **Signatures**

\*\*Signature of Reporting Person

# **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) Conversion rate is 1-for-1.
- (2) Date Exercisable and Expiration Date are the reporting person's retirement date which is currently unknown.
- (3) Ambassador Barshefsky holds 20,000 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.

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