

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934  
(Amendment No. 2)

RADISYS CORPORATION  
(Name of Issuer)

Common Stock  
(Title of Class of Securities)

750459-10-9  
(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)

December 5, 1997  
(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 (b)(3) or (4), check the following box [ ].

Check the following box if a fee is being paid with this statement [ ].

The information required on 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 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.

Page 1 of 10

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) [ ]  
A GROUP (b) [ ]
3. SEC USE ONLY
4. SOURCE OF FUNDS N/A
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
- NUMBER OF 7. SOLE VOTING POWER 1,236,167  
SHARES
- BENEFICIALLY 8. SHARED VOTING POWER N/A  
OWNED BY
- EACH 9. SOLE DISPOSITIVE POWER 1,236,167  
REPORTING
- PERSON WITH 10. SHARED DISPOSITIVE POWER N/A
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY 1,236,167  
EACH REPORTING PERSON
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW [ ]  
(11) EXCLUDES CERTAIN SHARES

13. PERCENT OF CLASS REPRESENTED BY AMOUNT 15.7%  
IN ROW (11)

14. TYPE OF REPORTING PERSON CO

Item 1. Security and Issuer.

- (a) Name and Address of Principal Executive Offices of Issuer:  
RadiSys Corporation  
5445 N.E. Dawson Creek Drive  
Hillsboro, OR 97124
- (b) Title of Class of Equity Securities: Common Stock

Item 2. Identity and Background.

- (a) Name of Person Filing: Intel Corporation  
  
The executive officers and directors of Intel Corporation are set forth on Appendix A hereto.
- (b) Principal Business: Manufacturer of microcomputer components, modules and systems
- (c) Address of Principal Business and Principal Office:  
  
2200 Mission College Boulevard  
Santa Clara, CA 95052-8119
- (d) Criminal Proceedings:  
  
During the last five years neither the Reporting Person nor any 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 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 would have been 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) State of Incorporation: Delaware

Item 5. Interest in Securities of the Issuer.

- (a) Number of Shares Beneficially Owned: 1,236,167 shares  
  
Right to Acquire: 0 shares  
  
Percent of Class: 15.7% (based upon 7,872,639 shares of Common Stock outstanding)
- (b) Sole Power to Vote, Dispose of or Direct the Vote or Disposition of Shares: 1,236,167 shares
- (c) Recent Transactions:  
  
On December 5, 1997, the Reporting Person sold 230,500 shares of the Issuer's Common Stock in

an open market transaction at a price of \$42.875 per share.

- (d) Rights with Respect to Dividends or Sales Proceeds: N/A
- (e) Date of Cessation of Five Percent Beneficial Ownership: N/A

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: December 8, 1997.

INTEL CORPORATION

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

APPENDIX A

DIRECTORS

The following is a list of all Directors of Intel Corporation and certain other information with respect to each Director:

Name: Craig R. Barrett

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

Principal Occupation: President and Chief Operating Officer of Intel Corporation

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: The British Petroleum Company plc, 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: The British Petroleum Company plc, an integrated oil company. Britannic House, 1 Finsbury Circus London EC2M 7BA

Name: Winston H. Chen

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

Principal Occupation: Chairman of Paramitas Foundation

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

which employment  
is conducted:

Name: Andrew S. Grove

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

Principal Occupation: Chairman of the Board of Directors and Chief  
Executive Officer of Intel Corporation

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: D. James Guzy

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

Principal Occupation: Chairman of The Arbor Company

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

Name: Gordon E. Moore

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

Principal Occupation: Chairman Emeritus of the Board of Intel  
Corporation

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: Arthur Rock

Business Address: One Maritime Plaza, Suite 1220, San Francisco,  
CA 94111

Principal Occupation: Venture Capitalist

Name, principal business and address of corporation or other organization in which employment is conducted: Arthur Rock and Company, a venture capital firm. One Maritime Plaza, Suite 1220 San Francisco, CA 94111

Name: Jane E. Shaw

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

Principal Occupation: Founder of The Stable Network, a  
biopharmaceutical consulting company

Name, principal c/o Intel Corporation

business and 2200 Mission College Boulevard  
address of Santa Clara, CA 95052  
corporation or  
other  
organization in  
which employment  
is conducted:

Name: Leslie L. Vadasz

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

Principal Senior Vice President, Director, Corporate  
Occupation: Business Development, Intel Corporation

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 B. Yoffie

Business Harvard Business School, Soldiers Field Park 1-  
Address: 411, Boston, MA 92163

Principal Max and Doris Starr Professor of International  
Occupation: Business Administration

Name, principal Harvard Business School, an educational  
business and institution.  
address of Harvard Business School  
corporation or Soldiers Field Park 1-411  
other Boston, MA 92163  
organization in  
which employment  
is conducted:

Name: Charles E. Young

Business 10920 Wilshire Blvd., Suite 1835, Los Angeles,  
Address: CA 90024

Principal Chancellor Emeritus  
Occupation:

Name, principal University of California at Los Angeles, an  
business and educational institution.  
address of 10920 Wilshire Blvd., Suite 1835  
corporation or Los Angeles, CA 90024  
other  
organization in  
which employment  
is conducted:

#### 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: Frank C. Gill  
Title: Executive Vice President, General Manager, Small  
Business and Networking Group  
Address: 5200 N.E. Elam Young Parkway, Hillsboro, OR 97124-  
6497

Name: Paul S. Otellini  
Title: Executive Vice President, Director, Sales and  
Marketing Group

Name: Gerhard H. Parker  
Title: Executive Vice President, General Manager, Technology  
and Manufacturing Group

Name: Ronald J. Whittier  
Title: Senior Vice President, General Manager, Content Group

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

Name: Michael A. Aymar  
Title: Vice President, General Manager, Consumer Products  
Group

Name: Andy D. Bryant  
Title: Vice President and Chief Financial Officer

Name: Dennis L. Carter  
Title: Vice President, Director, Sales and Marketing Group

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

Name: Patrick P. Gelsinger  
Title: Vice President, General Manager, Business Platform  
Group  
Address: 5200 N.E. Elam Young Parkway, Hillsboro, OR 97124-  
6497

Name: John H. F. Miner  
Title: Vice President, General Manager, Enterprise Server  
Group  
Address: 5200 N.E. Elam Young Parkway, Hillsboro, OR 97124-  
6497

Name: Stephen P. Nachtsheim  
Title: Vice President, General Manager, Mobile/Handheld  
Products Group

Name: Ronald J. Smith  
Title: Vice President, General Manager, Computing  
Enhancement Group

Name: Arvind Sodhani  
Title: Vice President, Treasurer

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