

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 INTEL CORP	2. Date of Event Requiring Statement (Month/Day/Year) 07/10/2009	3. Issuer Name and Ticker or Trading Symbol WIND RIVER SYSTEMS INC [WIND]	
(Last) (First) (Middle) 2200 MISSION COLLEGE BLVD.		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) See footnotes (1)(2)(3) below	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street) SANTA CLARA, CA 95054		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)		Table I - Non-Derivative Securities Beneficially Owned	
1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$0.001 per share	68,475,679	I	See footnotes (1) (2) (3)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)					
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
INTEL CORP 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054				See footnotes (1)(2)(3) below

Signatures

/s/ Cary I. Klafter, Vice President, Legal and Corporate Affairs, and Corporate Secretary

**Signature of Reporting Person

07/15/2009

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

Intel Corporation, Wind River Systems Inc. (the "Issuer") and APC II Acquisition Corporation, a subsidiary of Intel Corporation ("APC II"), entered into an Agreement and Plan of Merger, dated as of June 4, 2009, pursuant to which APC II commenced a tender offer (the "Offer") to acquire the outstanding shares of common stock of the Issuer.

(1) Upon consummation of the Offer, the Issuer will merge with APC II. On July 10, 2009, APC II acquired approximately 68,475,679 of the Issuer's common stock. Intel Corporation may be deemed to be the beneficial owner of such shares of common stock of the Issuer held by APC II. (Continued in footnote 2)

Intel Corporation disclaims beneficial ownership of the securities except to the extent of its pecuniary interest therein. The filing of this statement shall not be deemed an

(2) admission that, for purposes of section 16 of the Securities Exchange Act of 1934, as amended, or otherwise, Intel Corporation is the beneficial owner of all such shares of common stock covered by this statement.

(3) Intel Corporation, APC II, and certain stockholders of the Issuer (the "Stockholders") entered into a Tender and Support Agreement, dated as of June 4, 2009, pursuant to which the Stockholders agreed to tender their shares of common stock of the Issuer as promptly as practicable after receipt by such Stockholders of all documents or instruments required to be delivered pursuant to the terms of the Offer. Intel Corporation has no pecuniary interest in the shares held by the Stockholders and expressly disclaims beneficial ownership of any shares covered by the Tender and Support Agreement.

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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