

# FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

### 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 * SEWELL D BRUCE			2. Issuer Name and Ticker or Trading Symbol INTEL CORP [INTC]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) VICE PRES. & GENERAL COUNSEL		
(Last) (First) (Middle) INTEL CORPORATION, 2200 MISSION COLLEGE BLVD.			3. Date of Earliest Transaction (Month/Day/Year) 07/28/2005					
(Street) SANTA CLARA, CA 95052			4. If Amendment, Date Original Filed(Month/Day/Year)			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)			<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
COMMON	07/28/2005		M		3,000	A	\$ 17.42	4,033	D	
COMMON	07/28/2005		S		3,000	D	\$ 27.32	1,033	D	
COMMON	07/28/2005		M		14,400	A	\$ 19	15,433	D	
COMMON	07/28/2005		S		14,400	D	\$ 27.32	1,033	D	
COMMON	07/28/2005		M		7,339	A	\$ 20.23	8,372	D	
COMMON	07/28/2005		S		7,339	D	\$ 27.32	1,033	D	
COMMON	07/28/2005		M		7,339	A	\$ 20.23	8,372	D	
COMMON	07/28/2005		S		7,339	D	\$ 27.32	1,033	D	

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

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Option (right to buy)	\$ 17.42	07/28/2005		M		3,000	04/22/2002	04/22/2007	COM.STK	3,000	\$ 0	687,503	D	
Employee Option (right to buy)	\$ 19	07/28/2005		M		14,400	04/14/2003	04/14/2008	COM.STK	14,400	\$ 0	673,103	D	
Employee Option (right to buy)	\$ 20.23	07/28/2005		M		7,339	11/25/2003	11/22/2012	COM.STK	7,339	\$ 0	665,764	D	
Employee	\$ 20.23	07/28/2005		M		7,339	11/25/2004	11/25/2012	COM.STK	7,339	\$ 0	658,425	D	

Option (right to buy)																			
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SEWELL D BRUCE INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95052			VICE PRES. & GENERAL COUNSEL	

## Signatures

D. BRUCE SEWELL

\*\*Signature of Reporting Person

07/29/2005

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).

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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