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INTEL CORP
Form 8-K
January 18, 2007

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15 (d) of the Securities Exchange Act
of 1934

Date of Report: January 17, 2007
(Date of earliest event reported)

INTEL CORPORATION
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	000-06217 (Commission File Number)	94-1672743 (IRS Employer Identification No.)
2200 Mission College Blvd., Santa Clara, California (Address of principal executive offices)		95054-1549 (Zip Code)

(408) 765-8080
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.03 Amendments to Articles of Incorporation or Bylaws;
Change in Fiscal Year.

On January 17, 2007, the Board of Directors approved amendments to Article III, Section 1 of the Company's bylaws to revise the provisions with regard to the majority vote standard for director elections. The date for determining if an election is contested or uncontested has been set at 14

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days before the Company files its definitive proxy statement; this addition is intended to clarify whether directors will be elected under a majority or plurality standard prior to soliciting proxies. The existing resignation requirement was revised to conform to a new Delaware law recognizing advance, irrevocable contingent resignations, and the general text was moved from the bylaws to the Company's corporate governance guidelines (which are published on the company's Investor relations website). The mandatory recusal provision was also removed in light of Delaware law considerations.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits.

The following exhibits are filed as part of this Report:

Exhibit Number	Description
3.1	Intel Corporation Bylaws, as amended on January 17, 2007

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INTEL CORPORATION
(Registrant)

By: /s/ Cary I. Klafter

Cary I. Klafter

Corporate Secretary

Date: January 18, 2007