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October 14, 2010

Ms. Elizabeth M. Murphy
Secretary
U.S. Securities and Exchange Commission
100F Street, NE
Washington, DC 20549-1090

Re: File Number 4-608

CONSIDERATION OF INCORPORATING IFRS INTO THE FINANCIAL REPORTING SYSTEM FOR U.S. ISSUERS

Dear Ms. Murphy:

Intel Corporation is pleased to respond to your request for comment on the ongoing consideration of incorporating International Financial Reporting Standards ("IFRS") into the financial reporting system for U.S. issuers. We support the goal of developing high quality accounting and reporting standards that promote the objectives of global transparency and comparability of financial information. We understand that there are numerous issues that the Commission needs to study, including the effect that incorporating IFRS into the U.S. financial reporting system will have on commercial agreements, corporate governance and statutory distribution limitations and other legal standards. We appreciate the opportunity to share our thoughts on those issues.

We have been studying the potential impact of adopting IFRS and convergence projects on the U.S. financial reporting system for some time. The adoption of IFRS and country-adapted IFRS standards by certain jurisdictions around the world and the issuance of recent Exposure Drafts by the Financial Accounting Standards Board ("FASB") have accelerated our investment considerably as we prepare for, and adopt, IFRS internationally and assess the impact of convergence. We manage our geographies' adoption of IFRS and country-adapted IFRS centrally. This helps us minimize implementation differences and maximize the decision usefulness resulting from the application of the policies and procedures to our consolidated financial statements. We have learned, through extensive planning, that the extent to which a standard impacts an organization is dependent upon: the nature of the organization's operations; the degree of change required by the standard(s); and the timing and method of transition in which IFRS is incorporated into the organization's financial reporting system. This is also true with respect to the specific questions raised in your request for comment. The uncertainty about the timing and method of transition of incorporating IFRS into our financial statements, and the nature of the standards and remaining differences between IFRS and U.S. GAAP at the point of transition make it impracticable to provide more than a high-level assessment of the potential impacts we are considering with respect to adopting IFRS in the financial reporting system.

In response to the Commission's questions about contractual arrangements, we believe that incorporating IFRS into the financial reporting system would be similar to incorporating a new standard into the financial reporting system. The steps to determine the extent to which a new standard, whether it is under IFRS or U.S. GAAP, impacts a contractual arrangement is dependent upon the arrangement and the accounting and financial reporting standard. For example, a financing arrangement may contain provisions about debt to equity ratios or the aggregate level of acceptable debt within the capital structure. In some cases, it may be necessary to renegotiate the terms of a contract. In other cases, the incorporation of IFRS may have an immaterial impact to the contractual arrangement. However, it is currently impracticable to assess the impact of adopting IFRS on such arrangements because of the uncertainty associated with the IASB and FASB's joint projects, such as *Leasing* and *Financial Instruments with Characteristics of Equity.*

We believe that incorporating IFRS into the financial reporting system will have a significant impact on corporate governance. In particular, all participants in the accounting and financial reporting chain – from those that prepare source data and ensure that the appropriate control structure is in place to those that ensure the systems infrastructure and business processes align with the reporting requirements and review financial information to ensure its integrity – will require varying levels of training. Audit Committee members are no exception. Our operating procedures require that our Audit Committee review financial information and changes to our critical accounting estimates prior to our filings with the Commission. The FASB's current project roadmap will already place stress on corporate governance and require Audit Committee members to undergo training. However, the unique and incremental requirements associated with IFRS adoption in the U.S. may exacerbate this stress. To illustrate, we currently expect that the Commission would require three years of comparative income statement information certified by our CEO and CFO if IFRS were adopted in the U.S. During the comparative periods but prior to the first report filed using IFRS, we would continue to prepare our filings under U.S. GAAP (as issued by the FASB). This "dual reporting" requirement may seem trivial on the surface; however, our CEO and CFO will need to certify our financial information under U.S. GAAP (as issued by the FASB) *and* our financial information under IFRS to support the comparative periods. Further, the financial information and critical accounting estimates would need to be reviewed with the Audit Committee. The extent to which members will meet the requirements of an "audit committee financial expert" or the stock exchange listing requirements will depend on the nature and extent of remaining differences between IFRS and US GAAP after completion of the convergence projects.

Finally, we believe it is too early to determine the impact that incorporating IFRS into the U.S. reporting system will have on statutory distributions and other legal standards tied to financial reporting standards. For example, certain jurisdictions limit distributions based upon available capital. The leasing, financial instruments, and financial instruments with characteristics of equity projects could substantially increase the size and volatility of liabilities and either decrease equity (by reclassifying items from equity to debt, for example) or decrease the debt to equity ratio (by increasing liabilities under the leasing project, for example). There is no clear direction on where the Boards are heading on certain key elements of these projects. Without understanding the extent and nature of the changes resulting from those projects, it is impossible to assess the impact of potential effects on statutory distributions and other legal standards.

In summary, we recognize the importance of the questions raised by the Commission. We have learned through our own planning that the issues are dependent upon fully understanding the final standards. We plan to address these issues after the Board issues final standards. Further, as we have previously expressed, these standards are highly interdependent and could each have an impact on existing commercial agreements and statutory distributions and other legal standards. It would be highly disruptive and inefficient to continually reassess and potentially renegotiate each arrangement after the issuance of each standard. Therefore, we continue to believe that if the SEC concludes that full adoption to a single set of globally accepted standards is paramount, then the Roadmap must include substantial preparation time and a moratorium on standard setting to provide a stable environment. It is only then that the issues raised by the Commission can be fully understood and addressed.

Thank you for your consideration of our views. We would be happy to answer any questions that you might have and to assist you in the further development of the Roadmap. If you have any questions, please contact me at (971) 215-6270, or Kevin McBride, External Reporting and Treasury Accounting Controller, at (971) 215-1229.

Sincerely,

James Campbell
Vice President, Corporate Controller