

INTEL CORP
Form 4
April 18, 2008

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
GELSINGER PATRICK P

(Last) (First) (Middle)

INTEL CORPORATION, 2200 MISSION COLLEGE BLVD.

(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INTEL CORP [INTC]

3. Date of Earliest Transaction (Month/Day/Year)
04/17/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
SR VICE PRES DIG ENT GRP

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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)
COMMON				(A) or (D)	196,853 ⁽¹⁾	D	
COMMON				(A) or (D)	761	I	By Irrevocable Living Trust for Spouse
COMMON				(A) or (D)	75,462	I	By Revocable Trust for Spouse
COMMON				(A) or (D)	4,205	I	by UTMA for Daughter

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COMMON		1,971	I	By Trust for Son
COMMON		1,500	I	UTMA for Son
COMMON		2,705	I	By Trust for Son
COMMON		2,400	I	By UTMA for Son
COMMON		2,705	I	By Trust by Son
COMMON		2,540	I	By UTMA for Son
COMMON		1,500	I	By Charitable Remainder Trust
COMMON		1,216.893	I	By Employee Benefit Plan Trust

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

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(9-02)

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 Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Employee Option (right to buy)	\$ 22.11	04/17/2008		A	32,500	04/17/2009	04/17/2015	COM.STK
	\$ 22.11	04/17/2008		A	32,500	04/17/2010	04/17/2015	COM.STK

Employee Option (right to buy)								
Employee Option (right to buy)	\$ 22.11	04/17/2008	A	32,500	04/17/2011	04/17/2015	COM.STK	3
Employee Option (right to buy)	\$ 22.11	04/17/2008	A	32,500	04/17/2012	04/17/2015	COM.STK	3
Restricted Stock Units	\$ 0 ⁽²⁾	04/17/2008	A	4,625	04/17/2009 ⁽³⁾	04/17/2009 ⁽³⁾	COM.STK	3
Restricted Stock Units	\$ 0 ⁽²⁾	04/17/2008	A	4,625	04/17/2010 ⁽³⁾	04/17/2010 ⁽³⁾	COM.STK	3
Restricted Stock Units	\$ 0 ⁽²⁾	04/17/2008	A	4,625	04/17/2011 ⁽³⁾	04/17/2011 ⁽³⁾	COM.STK	3
Restricted Stock Units	\$ 0 ⁽²⁾	04/17/2008	A	4,625	04/17/2012 ⁽³⁾	04/17/2012 ⁽³⁾	COM.STK	3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GELSINGER PATRICK P INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054			SR VICE PRES DIG ENT GRP	

Signatures

PATRICK P.
GELSINGER

04/18/2008

 Signature of Reporting
Person

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).

(1) Includes 1,046 shares acquired under the Intel Corporation Stock Purchase Plan during February 2008.

(2) Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.

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- (3) Unless earlier forfeited under the terms of the RSU, 25% of the award vests and converts into common stock on each anniversary of the grant date, unless that date falls on a non-business date, in which case the next business date shall apply.

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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