INTEL CORP Form 4 April 18, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number:

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SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * GELSINGER PATRICK P			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			INTEL CORP [INTC]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	Director 10% Owner		
INTEL CORPORATION, 2200			04/17/2008	_X_ Officer (give title Other (specify below)		
MISSION COLLEGE BLVD.				SR VICE PRES DIG ENT GRP		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
SANTA CLA	RA, CA 950)54		_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State) (Zi	Table 1	I - Non-De	rivative Securities Acq	quired, Disposed	of, or Benefic	ially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	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				(-, -, -, -, -, -, -, -, -, -, -, -, -, -	196,853 <u>(1)</u>	D	
COMMON					761	I	By Irrevocable Living Trust for Spouse
COMMON					75,462	I	By Revocable Trust for Spouse
COMMON					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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SEC 1474 (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. Transactic Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable Date (Month/Day/Year	•	7. Title and Amo Underlying Secur (Instr. 3 and 4)
England				Code V	(A) (D)	Date Exercisable	Expiration Date	Title C
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
Employee Option (right to buy)	\$ 22.11	04/17/2008	A	32,500	04/17/2012	04/17/2015	COM.STK
Restricted Stock Units	\$ 0 (2)	04/17/2008	A	4,625	04/17/2009(3)	04/17/2009(3)	COM.STK
Restricted Stock Units	\$ 0 (2)	04/17/2008	A	4,625	04/17/2010(3)	04/17/2010(3)	COM.STK
Restricted Stock Units	\$ 0 (2)	04/17/2008	A	4,625	04/17/2011(3)	04/17/2011(3)	COM.STK
Restricted Stock Units	\$ 0 (2)	04/17/2008	A	4,625	04/17/2012(3)	04/17/2012(3)	COM.STK

Reporting Owners

Reporting Owner Name / Address	Kelationships					
. 8	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

GELSINGER	04/18/2008		
**Signature of Reporting	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.

Reporting Owners 3

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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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.