

INTEL CORP
Form 4/A
November 13, 2007

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, 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 *
OTELLINI PAUL S

(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)
04/20/2007

4. If Amendment, Date Original Filed(Month/Day/Year)
04/20/2007

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

PRESIDENT AND CEO

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount (D) or Price (A) | | |
| COMMON | 04/20/2007 | | S | | 2,600 (1) 21.94 (2) | D | 751,875.652 |
| COMMON | 04/20/2007 | | S | | 3,000 (1) 21.95 (2) | D | 748,875.652 |
| COMMON | 04/20/2007 | | S | | 4,800 (1) 21.96 (2) | D | 744,075.652 |
| COMMON | 04/20/2007 | | S | | 6,400 (1) 21.97 | D | 737,675.652 |

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| | | | | | | | |
|--------|------------|---|---------------------|---|------------|-------------|---|
| | | | | | <u>(2)</u> | | |
| | | | | | \$ | | |
| COMMON | 04/20/2007 | S | <u>6,300</u> (1) | D | 21.98 | 731,375.652 | D |
| | | | | | <u>(2)</u> | | |
| | | | | | \$ | | |
| COMMON | 04/20/2007 | S | <u>1,800</u> (1) | D | 21.99 | 729,575.652 | D |
| | | | | | <u>(2)</u> | | |
| | | | | | \$ | | |
| COMMON | 04/20/2007 | S | <u>3,400</u> (1) | D | 22 | 726,175.652 | D |
| | | | | | <u>(2)</u> | | |
| | | | | | \$ | | |
| COMMON | 04/20/2007 | S | <u>2,700</u> (1) | D | 22.01 | 723,475.652 | D |
| | | | | | <u>(2)</u> | | |
| | | | | | \$ | | |
| COMMON | 04/20/2007 | S | <u>5,500</u> (1) | D | 22.02 | 717,975.652 | D |
| | | | | | <u>(2)</u> | | |
| | | | | | \$ | | |
| COMMON | 04/20/2007 | S | <u>1,300</u> (1) | D | 22.03 | 716,675.652 | D |
| | | | | | <u>(2)</u> | | |
| | | | | | \$ | | |
| COMMON | 04/20/2007 | S | <u>2,600</u> (1) | D | 22.04 | 714,075.652 | D |
| | | | | | <u>(2)</u> | | |
| | | | | | \$ | | |
| COMMON | 04/20/2007 | S | <u>3,600</u> (1) | D | 22.05 | 710,475.652 | D |
| | | | | | <u>(2)</u> | | |
| | | | | | \$ | | |
| COMMON | 04/20/2007 | S | 800 <u>(1)</u> | D | 22.06 | 709,675.652 | D |
| | | | | | <u>(2)</u> | | |
| | | | | | \$ | | |
| COMMON | 04/20/2007 | S | <u>2,527</u> (1) | D | 22.07 | 707,148.652 | D |
| | | | | | <u>(2)</u> | | |
| | | | | | \$ | | |
| COMMON | 04/20/2007 | S | <u>1,200</u> (1) | D | 22.08 | 705,948.652 | D |
| | | | | | <u>(2)</u> | | |
| | | | | | \$ | | |
| COMMON | 04/20/2007 | S | 500 <u>(1)</u> | D | 22.09 | 705,448.652 | D |
| | | | | | <u>(2)</u> | | |
| | | | | | \$ | | |
| COMMON | 04/20/2007 | S | 200 <u>(1)</u> | D | 22.11 | 705,248.652 | D |
| | | | | | <u>(2)</u> | | |
| | | | | | \$ | | |
| COMMON | 04/20/2007 | S | 100 <u>(1)</u> | D | 22.12 | 705,148.652 | D |
| | | | | | <u>(2)</u> | | |

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

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

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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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| OPELLINI PAUL S INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054 | X | | PRESIDENT AND CEO | |

Signatures

PAUL S.
OPELLINI
11/12/2007
**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) Transactions reported on this Form 4 were made pursuant to trading instructions adopted by the undersigned on July 21, 2006 that are intended to comply with Rule 10b5-1(c).
- (2) On April 20, 2007, the reporting person filed a Form 4 reporting the average sales price of shares of common stock sold on April 20, 2007. This amendment is filed to report the actual sales prices from the sale of 128,000 shares of common stock on April 20, 2007

Remarks:

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Form 2 of 2.

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.