INTEL CORP Form 4 April 18, 2008

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * PERLMUTTER DAVID

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

INTEL CORP [INTC]

(Check all applicable)

INTEL CORPORATION, 2200

(First)

3. Date of Earliest Transaction

(Month/Day/Year) 04/17/2008

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

MISSION COLLEGE BLVD.

EXEC. VP; GEN. MGR MOBILITY 6. Individual or Joint/Group Filing(Check

(Street) 4. If Amendment, Date Original

(Month/Day/Year)

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

D

Person

SANTA CLARA, CA 95054

(City) (State) (Zip)

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

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Middle)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially (D) or Owned Following

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price 35,628.05 (1)

COMMON

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 Exercisab Date (Month/Day/Year		7. Title and Amo Underlying Secur (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title A
Employee Option (right to buy)	\$ 22.11	04/17/2008		A	75,000	04/17/2009	04/17/2015	COM.STK
Employee Option (right to buy)	\$ 22.11	04/17/2008		A	75,000	04/17/2010	04/17/2015	COM.STK
Employee Option (right to buy)	\$ 22.11	04/17/2008		A	75,000	04/17/2011	04/17/2015	COM.STK
Employee Option (right to buy)	\$ 22.11	04/17/2008		A	75,000	04/17/2012	04/17/2015	COM.STK
Restricted Stock Units	\$ 0 (2)	04/17/2008		A	10,750	04/17/2009(3)	04/17/2009(3)	COM.STK
Restricted Stock Units	\$ 0 (2)	04/17/2008		A	10,750	04/17/2010(3)	04/17/2010(3)	COM.STK
Restricted Stock Units	\$ 0 (2)	04/17/2008		A	10,750	04/17/2011(3)	04/17/2011(3)	COM.STK
Restricted Stock Units	\$ 0 (2)	04/17/2008		A	10,750	04/17/2012(3)	04/17/2012(3)	COM.STK

Reporting Owners

Reporting Owner Name / Address	Keiationsnips					
	Director	10% Owner	Officer	Other		
PERLMUTTER DAVID			EXEC. VP; GEN. MGR MOBILITY			

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INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054

Signatures

DAVID

PERLMUTTER 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 .933 shares acquired under the Intel Corporation Direct Stock Purchase and Dividend Reinvestment Plan during March 2008.
- (2) Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.
- (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.

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