F	0	R	Μ	4

Check this box if no
longer subject to Section
16. Form 4 or Form 5
obligations may
continue. See Instruction
1(b).

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

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SEC 1474 (9-02)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)												
1. Name and Address of SEWELL D BRUC			2. Issuer Name and INTEL CORP [IN		ading	Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
INTEL CORPORA BLVD.	(First) FION, 2200 MISS	(Middle) ION COLLEGE	3. Date of Earliest Tra 04/21/2008	ansaction (M	[onth/]	Day/Year)	1	X_Officer (give title below)Other (specify below) SR VP. & GENERAL COUNSEL				
SANTA CLARA, C		4. If Amendment, Da	te Original F	iled(N	Ionth/Day/Ye	ear)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(Zip)		Table I -	Non-	Derivativ	e Securi	ired, Disposed of, or Beneficially Owned					
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year	Execution Date, if	(Instr. 8)	ion	or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	7. Nature of Indirect Beneficial Ownership		
				Code	v	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)	
COMMON (1)		04/21/2008		М		9,000	А	\$ 0	10,050.628	D		
COMMON (2)		04/21/2008		F		4,118	D	\$ 22.455	5,932.628	D		

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.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

	(e.g., puts, calls, warrants, options, convertible securities)														
1. Title of	2.	3. Transaction	3A. Deemed	4.		5. N	umber	6. Date Exercisable and Expiration		7. Title and Amount of		8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transac	Transaction of			Date		Underlying Securities		Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code	Code Derivative		vative	(Month/Day/Year)		(Instr. 3 and 4)		Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Secu	irities					(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Acquired							Owned	Security:	(Instr. 4)
	Security					(A)						Following	Direct (D)		
						-	osed					1	or Indirect		
						of (I	· ·						Transaction(s)	< / L	
						· ·	r. 3, 4,						(Instr. 4)	(Instr. 4)	
						and	5)				1				
											Amount				
											or				
								Date Exercisable	Expiration Date	Title	Number				
				0.1	* 7	(1)					of				
				Code	v	(A)	(D)				Shares				
Restricted															
Stock	\$ 0 <u>(3)</u>	04/21/2008		Μ			6,375	04/19/2008(4)	04/19/2008(4)	COM.STK	6,375	\$ 0	69,750	D	
Units															
Restricted															
Stock	\$ 0 (<u>3)</u>	04/21/2008		М			2.625	04/21/2008(4)	04/21/2008(4)	COM.STK	2.625	\$ 0	67,125 (<u>5)</u>	D	
Units	<i>^v</i>						,	01/21/2000	01/21/2000		,		07,120		

Reporting Owners

	Percepting Owney Name / Adduces	Relationships							
	Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
	SEWELL D BRUCE INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054			SR VP. & GENERAL COUNSEL					

Signatures

D. BRUCE SEWELL 04/22/2008

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) Shares acquired on the vesting of restricted stock units.
- (2) Shares withheld for payment of tax liability.
- (3) Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.
- (4) 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.
- (5) Mr. Sewell also holds 1,268,425 options with the right to buy Intel Corporation common stock.

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.