

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 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			2. Issuer Name and Ticker or Trading Symbol INTEL CORP [INTC]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ X Officer (give title below) _____ Other (specify below) _____ SR VP, GM DIG ENT GRP						
(Last) (First) (Middle) 2200 MISSION COLLEGE BLVD			3. Date of Earliest Transaction (Month/Day/Year) 08/28/2009										
(Street) SANTA CLARA, CA 95054			4. If Amendment, Date Original Filed(Month/Day/Year)				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) (State) (Zip)			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	(A) or (D)	Price						
Common Stock	08/28/2009		M		120,000	A	\$ 18.63	222,088	D				
Common Stock	08/28/2009		S		120,000 (2)	D	\$ 20.25	102,088	D				
Common Stock								1,500	I	By Charitable Remainder Trust			
Common Stock								1,269.36	I	By Employee Benefit Plan Trust			
Common Stock								761	I	By Irrevocable Living Trust			
Common Stock								75,462	I	By Trust for Spouse			
Common Stock								4,205	I	By UTMA for Daughter			
Common Stock								2,040	I	By UTMA for Son			
Common Stock								1,700	I	By UTMA for Son - 2			
Common Stock								1,500	I	By UTMA for Son - 3			
Common Stock								471	I	By Trust for Son -3			
Common Stock								2,705	I	By Trust for Son			
Common Stock								2,705	I	By Trust for Son - 2			

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

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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 Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration					

									Date		or Number of Shares				
Employee Stock Option (Right to Buy)	\$ 18.63	08/28/2009		M			120,000	04/22/2004 ⁽¹⁾	04/22/2013	Common Stock	120,000	\$ 0	45,000	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GELSINGER PATRICK P 2200 MISSION COLLEGE BLVD SANTA CLARA, CA 95054			SR VP, GM DIG ENT GRP	

Signatures

/s/ Lulu De Guia, attorney-in-fact	09/01/2009
^{**} 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) The option vests in four equal annual installments beginning on the first anniversary of the grant date.
- (2) Transactions reported on this Form 4 were made pursuant to trading instructions adopted by the undersigned on July 16, 2009 that are intended to comply with Rule 10b5-1(c).

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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