FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment continue. See

Company Act of 1940

| (Print or Type Responses) | | | | | | | | | | | |
|--|----------------------------|--|--|--------------------------------------|------|---|---------------|--|---|-------------------------------------|-------------------------|
| 1. Name and Address of Reporting Person * PERLMUTTER DAVID | | | 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 | | | |
| (Middle) INTEL CORPORATION, 2200 MISSION COLLEGE BLVD. | | | 3. Date of Earliest Transaction (Month/Day/Year) 04/21/2005 | | | | | | X_ Officer (give title below) Other (specify below) VICE PRESIDENT | | |
| (Street) SANTA CLARA, CA 95052 | | | 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) | Execution Date, if | 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) | Ownership of Indir Form: Benefic | Beneficial Ownership |
| | | | | Code | V | Amount | (A) or (D) | Price | | or Indirect (Instr. (I) (Instr. 4) | (Instr. 4) |
| COMMON | | | | | | | | | 8,474 (1). (2). | D | |
| Reminder: Report on a sep | parate line for each class | ss of securities bene | eficially owned direct | | erso | | | | e collection of information containe | | 1474 (9-02) |

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

currently valid OMB control number.

1. Title of 3A. Deemed 8. Price of 9. Number of 11. Nature 3. Transaction 5. Number of 6. Date Exercisable and 7. Title and Amount of 10. Derivative Conversion Date Execution Date, if Transaction Derivative **Expiration Date** Underlying Securities Derivative of Indirect Derivative Ownership Security or Exercise (Month/Day/Year) Code Securities (Month/Day/Year) (Instr. 3 and 4) Security Securities Form of Beneficial (Month/Day/Year) (Instr. 8) Beneficially (Instr. 3) (Instr. 5) Price of Acquired (A) Derivative Ownership Derivative or Disposed Owned Security: (Instr. 4) of (D) Following Direct (D) Security (Instr. 3, 4, or Indirect Reported and 5) Transaction(s) (Instr. 4) (Instr. 4) Amount Date Expiration Title Number Exercisable Date of Code (A) (D) Shares Employee Option 04/21/2006 04/21/2012 COM.STK 25,000 981,840 \$ 23.16 04/21/2005 A 25,000 <u>(3)</u> D (right to buy) **Employee** Option 04/21/2007 04/21/2012 COM.STK 25,000 \$ 23.16 04/21/2005 A 25,000 <u>(3)</u> 1,006,840 D (right to buy) Employee Option \$23.16 04/21/2005 Α 25,000 04/21/2008 04/21/2012 COM.STK 25,000 (3) 1,031,840 D (right to buy) Employee Option 04/21/2009 04/21/2012 COM.STK 25,000 \$ 23.16 04/21/2005 A 25,000 <u>(3)</u> 1,056,840 D (right to buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|----------------|-------|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | |
| PERLMUTTER DAVID INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95052 | | | VICE PRESIDENT | | | |

Signatures

| DAVID PERLMUTTER | 04/22/2005 | | |
|---------------------------------|------------|--|--|
| **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 1,031 shares acquired under the Intel Corporation Stock Participation Plan during February, 2005.
- (2) Includes .451 shares acquired under the Intel Corporation Dividend Reinvestment Plan during March, 2005.
- (3) Not a required reportable field..

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.