F	:C)	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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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 GELSINGER PATE	2. Issuer Name and INTEL CORP [I		Fradin	g Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner								
(Last) (First) (Middle) INTEL CORPORATION, 2200 MISSION COLLEGE BLVD.			3. Date of Earliest Tr 04/23/2007	ransaction (Month	/Day/Yea	r)	_X_Officer (give title below) Officer (give title below) Officer (give title below) Officer (specify below) SR VICE PRES DIG ENT GRP						
SANTA CLARA, C	(Street)		4. If Amendment, Da	ate Original	Filed	Month/Day/	Year)		6. Individual or Joint/Group Filing(Che _X_Form filed by One Reporting Person Form filed by More than One Reporting Perso		e)			
(City)	(State)	(Zip)		Table I	- Nor	-Derivat	ive Secu	 uired, Disposed of, or Beneficially Ow						
1.Title of Security 2. Transaction (Instr. 3) Date (Month/Day/Ye)			2A. Deemed Execution Date, if any (Month/Day/Year)	(Instr. 8)		(A) or D	ities Acq bisposed (4 and 5)	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Direct (D)	Beneficial Ownership			
				Code	v	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)			
COMMON (1)		04/23/2007		М		3,000	А	\$ 0	196,871	D				
COMMON (2)		04/23/2007		F		1,064	D	\$ 21.96	195,807	D				
COMMON									761	Ι	By Irrevocable Living Trust for Spouse			
COMMON									75,462	I	By Revocable Trust for Spouse			
COMMON									5,705	I	By UTMA for Daughter			
COMMON									2,971	Ι	By Trust for Son			
COMMON									1,500	Ι	By UTMA for Son			
COMMON									4,705	Ι	By Trust for Son			
COMMON									2,400	Ι	By UTMA for Son			
COMMON									4,705	Ι	By Trust for Son			
COMMON									2,540	Ι	By UTMA for Son			
COMMON									1,500	I	By Charitable Remainder Trust			
COMMON									1,192	I	By Employee Benefit Plan Trust			

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

(<i>e.g.</i> , puts, calls, warrants, options, convertible securities)													
1. Title of	2.	3. Transaction	3A. Deemed	4.	5. Number	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	Transaction	of	Date	Underlying Securities	Derivative	Derivative	Ownership	of Indirect		
Security	or Exercise	(Month/Day/Year)	any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security	Securities	Form of	Beneficial		
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities			(Instr. 5)	Beneficially	Derivative	Ownership		
	Derivative				Acquired				Owned	Security:	(Instr. 4)		
	Security				(A) or				Following	Direct (D)			
					Disposed				Reported	or Indirect			

					of (D) (Instr. 3 and 5)	, 4,						Transaction(s) (Instr. 4)	(I) (Instr. 4)	
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	\$ 0 <u>(3)</u>	04/23/2007	М		3,000		04/23/2007 ^(<u>4</u>)	04/23/2007 ^{(<u>4)</u>}	COM.STK	3,000	\$ 0	43,750 (<u>5)</u>	D	

Reporting Owners

	Reporting Owner Name / Address	Relationships							
	Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
	GELSINGER PATRICK P INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054			SR VICE PRES DIG ENT GRP					

Signatures

PATRICK P. GELSINGER

**Signature of Reporting Person

04/24/2007 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) 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. Gelsinger also holds 1,599,246 options with the right to buy Intel 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.