

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 R DECKER SUSAN L		2. Issuer Name and Ticker or Trading Symbol INTEL CORP [INTC]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner			
11 PENINSULA RO		3. Date of Earliest Transaction (Month/Day/Year) 01/17/2008							er (specify below))	
BELVEDERE, CA 9	4	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								
(Instr. 3)		2. Transaction Date (Month/Day/Year	Execution Date, if Code		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 Form: Benefici Direct (D) Ownersh	7. Nature of Indirect Beneficial Ownership	
				Code	V	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)
COMMON (1)		01/17/2008		M		1,168	A	\$ 0	1,168	D	
Reminder: Report on a sep	parate line for each class	of securities benefi	icially owned directly	or indirectly							

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

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Persons who respond to the collection of information contained in

(e.g., puts, calls, warrants, options, convertible securities)															
1. Title of	2.	3. Transaction	3A. Deemed	4.		5. N	umber	6. Date Exercisab	le and Expiration	7. Title and A	mount of	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transac	tion	of		Date		Underlying Se	ecurities	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		Deri	vative	(Month/Day/Year)	(Instr. 3 and 4)	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Secu	rities					(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Acq	uired						Owned	Security:	(Instr. 4)
	Security					(A)	or						Following	Direct (D)	
						Disp	osed						Reported	or Indirect	
						of (I							Transaction(s)	(I)	
							r. 3, 4,						(Instr. 4)	(Instr. 4)	
						and:	5)								
											Amount				
											or				
								Date Exercisable	Expiration Date	Title	Number				
											of				
				Code	V	(A)	(D)				Shares				
Restricted															
Stock	\$ 0 (2)	01/17/2008		M			1.168	01/17/2008(3)	01/17/2008(3)	COM.STK	1.168	\$ 0	8,092	D	
Units	Ψ						,	01/1//2000	01/1//2000		,		-,	-	

Reporting Owners

Donouting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
DECKER SUSAN L 11 PENINSULA ROAD BELVEDERE, CA 94920	X							

Signatures

Susan Decker	01/17/2008
**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) Shares acquired on the vesting of restricted stock units.
- (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, 33 1/3% 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.