FORM 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

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 [*] OTELLINI PAUL S	2. Issuer Name **and** Ticker or Trading Symbol INTEL CORP [INTC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) (First) (Middle) INTEL CORPORATION, 2200 MISSION COLLEGE BLVD.	3. Date of Earliest Transaction (Month/Day/Year) 04/17/2008	X Director _____ 10% Owner X Officer (give title below) _____ Other (specify below) PRESIDENT AND CEO
(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								720,685.81	D	
COMMON								700	I	By Self for Daughter
COMMON								1,372.481	I	By Employee Benefit Plan Trust (Spouse)
COMMON								2,792.5367	I	By Employee Benefit Plan Trust

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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Option (right to buy)	$ 22.11	04/17/2008		A		125,000		04/17/2009	04/17/2015	COM.STK	125,000	$ 0	5,214,586	D	
Employee Option (right to buy)	$ 22.11	04/17/2008		A		125,000		04/17/2010	04/17/2015	COM.STK	125,000	$ 0	5,339,586	D	
Employee Option (right to buy)	$ 22.11	04/17/2008		A		125,000		04/17/2011	04/17/2015	COM.STK	125,000	$ 0	5,464,586	D	
Employee Option (right to buy)	$ 22.11	04/17/2008		A		125,000		04/17/2012	04/17/2015	COM.STK	125,000	$ 0	5,589,586	D	
Restricted Stock Units	$ 0 [1]	04/17/2008		A		17,500		04/17/2009 [2]	04/17/2009 [2]	COM.STK	17,500	$ 0	96,250	D	

Restricted Stock Units	$ 0 [(1)]	04/17/2008		A		17,500	04/17/2010 [(2)]	04/17/2010 [(2)]	COM.STK	17,500	$ 0	113,750	D	
Restricted Stock Units	$ 0 [(1)]	04/17/2008		A		17,500	04/17/2011 [(2)]	04/17/2011 [(2)]	COM.STK	17,500	$ 0	131,250	D	
Restricted Stock Units	$ 0 [(1)]	04/17/2008		A		17,500	04/17/2012 [(2)]	04/17/2012 [(2)]	COM.STK	17,500	$ 0	148,750	D	
Restricted Stock Units	$ 0 [(1)]	04/17/2008		A		37,500	04/17/2012 [(3)]	04/17/2012 [(2)]	COM.STK	37,500	$ 0	186,250	D	
Restricted Stock Units	$ 0 [(1)]	04/17/2008		A		37,500	04/17/2013 [(3)]	04/17/2013 [(2)]	COM.STK	37,500	$ 0	223,750	D	
Restricted Stock Units	$ 0 [(1)]	04/17/2008		A		37,500	04/17/2014 [(3)]	04/17/2014 [(2)]	COM.STK	37,500	$ 0	261,250	D	
Restricted Stock Units	$ 0 [(1)]	04/17/2008		A		37,500	04/17/2015 [(3)]	04/17/2015 [(2)]	COM.STK	37,500	$ 0	298,750	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OTELLINI PAUL S INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054	X		PRESIDENT AND CEO	

Signatures

PAUL S. OTELLINI	04/18/2008
**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)   Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.

(2)   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.

(3)   Unless earlier forfeited or accelerated under the terms of the RSU, 25% of the award vests and converts into common stock on the fourth, fifth, sixth and seventh anniversaries of the grant date, unless any of those dates fall 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.

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