

(Print or Type Responses)

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

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

Instruction 1(b)

Company Act of 1940

1. Name and Address of Reporting Person * GELSINGER PATRICK P				2. Issuer Name and Ticker or Trading Symbol INTEL CORP [INTC]							5. Re	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
2200 MISSION COLLEGE BLVD (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 01/23/2009							_X_							
(Street) SANTA CLARA, CA 95054				4. If Amendment, Date Original Filed(Month/Day/Year)							X F	6. Individual or Joint/Group Filing(Check Applicable Line) X_Form filed by One Reporting PersonForm filed by More than One Reporting Person						
(City) (State) (Zip)			Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned															
(Instr. 3) Date of the control of th		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any (Month/Day/Ye	ion Date, if	(Instr. 8)		tion	4. Securities Acquire (A) or Disposed of ((Instr. 3, 4 and 5)		d of (D) 5)			urities Beneficially g Reported		or Indirect	rship Ind Ber (D) Ow	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						C	ode	v	Amou	nt (A) o		ce				(I) (Instr.	4)	
Common	Stock											142,9	88			D		
Common	Stock											1,500				I	Re	naritable emainder ust
Common	Stock											1,244	.593			I	Be	nployee enefit an Trust
Common Stock										761	761			I	Li	vevocable ving ust		
Common	Stock											75,46	2			I		Trust r Spouse
Common	Stock											2,705				I	Tr	ust - Son
Common	Stock											2,705				I	Tro	ust - Son
Common Stock										1,971				I	Tro	ust - Son		
Common Stock										4,205				I	_	ΓMA - nughter		
Common Stock										2,040	2,040			I	U7 So	ΓMA - n		
Common Stock										1,700	1,700			I	_	ΓMA - n 2		
Common	Stock											1,500				I		ΓMA - n 3
Reminder: R	eport on a se	parate line for each o	class of securities ben	eficially	owned dire	ctly or	· indire	Pers	form a	re not re	equire		ond unle		on contain m display:		SEC 1	474 (9-02)
			Table I		ative Secu								ed					
Security or Exerci Price of		Conversion or Exercise Price of Derivative Each (Month/Day/Year) Execution Date, if any (Month/Day/Year)		Transaction Derivat Code Securiti		ies (Month/Da ed (A) osed			Date		9	7. Title and Amount of Underlying Securities (Instr. 3 and 4)			9. Number Derivative Securities Beneficial Owned Following Reported Transactio	tive Over ties For cially De de See Pring Or	wnership orm of erivative ecurity: irect (D) Indirect	11. Nature of Indirec Beneficial Ownership (Instr. 4)
				Code	V (A)	(D)		Exerc	isable	Expiratio Date	on 1	litle (Amount or Number of Shares		(Instr. 4)	(Iı	nstr. 4)	

Employed Stock Option (Right to Buy)		01/23/2009	A	65,000	01/23/2014	01/23/2019	Common Stock	65,000	\$ 0	65,000 (1).	D	
Restricted Stock Units	\$ 0 (2).	01/23/2009	A	9,250	01/23/2014(3).	(3),	Common Stock	9,250	\$ 0	9,250 (1)	D	

Reporting Owners

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

Signatures

/s/ Wendy Yemington	01/26/2009				
**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).
- Column 9 reports the number of shares underlying the option or RSU that is the subject of the transaction reported on this Form 4. Previously, the Reporting Person's Forms 4 reported the aggregate (1) number of shares subject to all options or RSUs held. As of the date of this Report and after taking into account the transaction(s) reported on this Form 4, the Reporting Person held options covering an aggregate of 1,675,246 shares and RSUs of 62,125 shares of Intel common stock.
- (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, 100% of the award vests and converts into common stock on the 5th 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.