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

OMB APPRO	VAL				
OMB Number:	3235-0287				
Estimated average burden					
nours per response	0.5				

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

ddress of R	* · · · · *														
1. Name and Address of Reporting Person *- Yeary Frank D				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				
C/O INTEL CORP, 2200 MISSION COLLEGE BLVD., RN4-151 (Street)												ve title below)			v)
											6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person				
ARA, CA											rorm filed by	/ More than One	e Reporting Person		
	(State)	(Zip)				Tabl	le I - Non-	-Derivat	ive Securiti	es Acqui	ired, Dispose	d of, or Ben	eficially Owne	d	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year				(Instr. 8)		(A) or	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				ed	Ownership Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)
						Co	ode V	7 Amou	(A) or (D)	Price				(I)	,
		Table II					cquired, l	Disposed	l of, or Beno	eficially (
Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)		Code		of Deriva Securit Acquir (A) or Dispos of (D)	tive ies ed	r 6. Date Exercisable and Expiration Date of U (Month/Day/Year)		of Unde Securiti	Underlying Security start. 3 and 4) Derivative Security (Instr. 5) Benefic Owned Followi Reporte Transac		Derivative Securities Beneficially Owned Following Reported	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	Beneficia Ownershi (Instr. 4)	
			Code	v	(A)	(D)	Date Exe	ercisable	Expiration Date	Title	Amount or Number of Shares				
\$ 0 (1)	04/16/2009		A		3,085		04/16/2	2010(2)	(2).	Comm	1 3 083	\$ 0	3,085	D	
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Reporting Owner Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Yeary Frank D C/O INTEL CORP 2200 MISSION COLLEGE BLVD., RN4-151 SANTA CLARA, CA 95054	X					

Signatures

/s/ Lulu De Guia, attorney-in-fact	04/20/2009				
**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).
- (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, 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.

Remarks:

Exhibit 24 - Confirming Statement

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.

Know all by these presents, that the undersigned hereby constitutes and appoints each of Cary Klafter, Michael S. Smith, Wendy Yemington, Lulu De Guia, Teresa Remillard, Fernando Delmendo, or either of them signing singly, and with full power of substitution, the undersigned?s true and lawful attorney-in-fact to:

- (1) prepare, execute in the undersigned?s name and on the undersigned?s behalf, and submit to the U.S. Securities and Exchange Commission (the ?SEC?) a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;
- (2) execute for and on behalf of the undersigned, in the undersigned?s capacity as an officer and/or director of Intel Corporation (the ?Company?), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form or report with the SEC and any stock exchange or similar authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact?s discretion.

The undersigned hereby grants to each such attorneyin-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact?s substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned?s responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned?s holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this $17 \, \text{th}$, day of March, 2009.