

INTEL CORP

Form 4

November 09, 2007

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GELSINGER PATRICK P

(Last) (First) (Middle)

**INTEL CORPORATION, 2200
MISSION COLLEGE BLVD.**

(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
INTEL CORP [INTC]

3. Date of Earliest Transaction
(Month/Day/Year)
11/07/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

SR VICE PRES DIG ENT GRP

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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	11/07/2007		M		17,000 (1)	A \$ 18.63	212,807	D
COMMON	11/07/2007		S		1,700 (1)	D \$ 27.13	211,107	D
COMMON	11/07/2007		S		1,700 (1)	D \$ 27.14	209,407	D
COMMON	11/07/2007		S		1,700 (1)	D \$ 27.23	207,707	D
COMMON	11/07/2007		S		1,700 (1)	D \$ 27.25	206,007	D

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COMMON	11/07/2007	S	<u>1,700</u> (1)	D	\$ 27.28	204,307	D
COMMON	11/07/2007	S	<u>1,700</u> (1)	D	\$ 27.3	202,607	D
COMMON	11/07/2007	S	<u>1,700</u> (1)	D	\$ 27.33	200,907	D
COMMON	11/07/2007	S	<u>1,700</u> (1)	D	\$ 27.37	199,207	D
COMMON	11/07/2007	S	<u>1,700</u> (1)	D	\$ 27.39	197,507	D
COMMON	11/07/2007	S	<u>1,700</u> (1)	D	\$ 27.42	195,807	D
COMMON	11/07/2007	M	<u>30,000</u> (1)	A	\$ 18.63	225,807	D
COMMON	11/07/2007	S	<u>5,400</u> (1)	D	\$ 27.13	220,407	D
COMMON	11/07/2007	S	336 <u>(1)</u>	D	\$ 27.17	220,071	D
COMMON	11/07/2007	S	<u>2,664</u> (1)	D	\$ 27.18	217,407	D
COMMON	11/07/2007	S	<u>2,400</u> (1)	D	\$ 27.23	215,007	D
COMMON	11/07/2007	S	<u>2,400</u> (1)	D	\$ 27.25	212,607	D
COMMON	11/07/2007	S	<u>3,000</u> (1)	D	\$ 27.28	209,607	D
COMMON	11/07/2007	S	<u>2,400</u> (1)	D	\$ 27.3	207,207	D
COMMON	11/07/2007	S	<u>2,400</u> (1)	D	\$ 27.33	204,807	D
COMMON	11/07/2007	S	<u>3,000</u> (1)	D	\$ 27.36	201,807	D
COMMON	11/07/2007	S	<u>6,000</u> (1)	D	\$ 27.39	195,807	D

COMMON						761	I	By Irrevocable Living Trust for Spouse
COMMON						75,462	I	By Revocable Trust for

COMMON	4,205	I	Spouse By UTMA for Daughter
COMMON	1,971	I	By Trust for Son
COMMON	1,500	I	By UTMA for Son

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.

SEC 1474
(9-02)

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)
Employee (right to buy)	\$ 18.63	11/07/2007		M	47,000	04/22/2004 04/22/2013	COM.STK 47,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	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 11/07/2007

__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) Transactions that may be effected as reported on this Form 4 are being made pursuant to trading instructions adopted by the undersigned on October 24, 2007 that are intended to comply with Rule 10b5-1(c)
- (2) Mr. Gelsinger holds 43,750 restricted stock units.

Remarks:

Form 1 of 2.

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.