INTEL CORP Form 4 November 13, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

Check this box

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

See Instruction 1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * OTELLINI PAUL S

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

INTEL CORP [INTC]

(Check all applicable)

INTEL CORPORATION, 2200

MISSION COLLEGE BLVD.

(Street)

(First)

3. Date of Earliest Transaction

(Month/Day/Year)

_X__ Director 10% Owner X_ Officer (give title Other (specify below)

11/09/2007

PRESIDENT AND CEO

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

SANTA CLARA, CA 95054

| (City) | (State) (Z | Zip) Table | I - Non-D | erivative Se | curitie | es Acquired, | Disposed of, or Be | neficially Ow | ned |
|--------------------------------------|---|---|--|------------------|-----------|---|---|---|-----|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr. 8) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | Code V | Amount | or (D) | Price | (Instr. 3 and 4) | (Instr. 4) | |
| COMMON | 11/09/2007 | | M | 800,000 (1) | A | \$ 19.0938 | 1,515,219.928 | D | |
| COMMON | 11/09/2007 | | S | 325 (1) | D | \$ 25.04 | 1,514,894.928 | D | |
| COMMON | 11/09/2007 | | S | 1,850 (1) | D | \$ 25.07 | 1,513,044.928 | D | |
| COMMON | 11/09/2007 | | S | 1,900 <u>(1)</u> | D | \$ 25.08 | 1,511,144.928 | D | |
| COMMON | 11/09/2007 | | S | 480 (1) | D | \$ 25.09 | 1,510,664.928 | D | |
| COMMON | 11/09/2007 | | S | 800 (1) | D | \$ 25.1 | 1,509,864.928 | D | |
| COMMON | 11/09/2007 | | S | 2,350 (1) | D | \$ 25.11 | 1,507,514.928 | D | |
| COMMON | 11/09/2007 | | S | 11,420 (1) | D | \$ 25.12 | 1,496,094.928 | D | |

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| COMMON | 11/09/2007 | S | 10,600 (1) | D | \$ 25.13 | 1,485,494.928 | D |
|--------|------------|---|---------------|---|----------|---------------|---|
| COMMON | 11/09/2007 | S | 12,344 (1) | D | \$ 25.14 | 1,473,250.928 | D |
| COMMON | 11/09/2007 | S | 12,685 (1) | D | \$ 25.15 | 1,460,465.928 | D |
| COMMON | 11/09/2007 | S | 5,912 (1) | D | \$ 25.16 | 1,454,553.928 | D |
| COMMON | 11/09/2007 | S | 4,000 (1) | D | \$ 25.17 | 1,450,553.928 | D |
| COMMON | 11/09/2007 | S | 4,988 (1) | D | \$ 25.18 | 1,445,565.928 | D |
| COMMON | 11/09/2007 | S | 6,600 (1) | D | \$ 25.19 | 1,438,965.928 | D |
| COMMON | 11/09/2007 | S | 3,000 (1) | D | \$ 25.2 | 1,435,965.928 | D |
| COMMON | 11/09/2007 | S | 10,166 (1) | D | \$ 25.21 | 1,425,799.928 | D |
| COMMON | 11/09/2007 | S | 5,634 (1) | D | \$ 25.22 | 1,420,165.928 | D |
| COMMON | 11/09/2007 | S | 8,100 (1) | D | \$ 25.23 | 1,412,065.928 | D |
| COMMON | 11/09/2007 | S | 23,683 (1) | D | \$ 25.24 | 1,388,382.928 | D |
| COMMON | 11/09/2007 | S | 27,100 (1) | D | \$ 25.25 | 1,361,282.928 | D |
| COMMON | 11/09/2007 | S | 13,770 (1) | D | \$ 25.26 | 1,347,512.928 | D |
| COMMON | 11/09/2007 | S | 21,806 (1) | D | \$ 25.27 | 1,325,706.928 | D |

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) | orDeri Secu Acq Disp | fumber of ivative urities uritied (A) or posed of (D) tr. 3, 4, and | 6. Date Exercise Expiration Date (Month/Day/Y | 7. Title and Amoun Underlying Securiti (Instr. 3 and 4) | | |
|---|---|--------------------------------------|---|---|-------------------------------|---|---|---|---------|------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Am Nui Sha |
| COMMON | \$ 19.0938 | 11/09/2007 | | M | | 80,000 | 11/12/2002 | 11/12/2007 | COM.STK | 80 |

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| COMMON | \$ 19.0938 | 11/09/2007 | M | 160,000 | 11/12/2003 | 11/12/2007 | COM.STK | 16 |
|--------|------------|------------|---|---------|------------|------------|---------|----|
| COMMON | \$ 19.0938 | 11/09/2007 | M | 240,000 | 11/12/2004 | 11/12/2007 | COM.STK | 24 |
| COMMON | \$ 19.0938 | 11/09/2007 | M | 320,000 | 11/12/2005 | 11/12/2007 | COM.STK | 32 |

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 11/12/2007

**Signature of Date
Reporting Person

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).
- Transactions reported on this Form 4 were made pursuant to trading instructions adopted by the undersigned on July 21, 2006 that are intended to comply with Rule 10b5-1(c).
- (2) Mr. Otellini holds 78,750 restricted stock units.

Remarks:

Form 1 of 3.

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.

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