

BRYANT ANDY D  
Form 4  
April 21, 2008

**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  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BRYANT ANDY D

(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)  
04/17/2008

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 \_\_\_\_ Other (specify  
below) below)

EXECUTIVE VP, CAO

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					202,323 <sup>(1)</sup>	D	
COMMON					1,600	I	By Son
COMMON					1,000	I	By Daughter
COMMON					2,531.794	I	By Employee Benefit Trust Plan

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 Underlying Security (Instr. 3 and 4)	8. Amount of Net Change		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Employee Option (right to buy)	\$ 22.11	04/17/2008		A		75,000		04/17/2009	04/17/2015	COM.STK	10,750
Employee Option (right to buy)	\$ 22.11	04/17/2008		A		75,000		04/17/2010	04/17/2015	COM.STK	10,750
Employee Option (right to buy)	\$ 22.11	04/17/2008		A		75,000		04/17/2011	04/17/2015	COM.STK	10,750
Employee Option (right to buy)	\$ 22.11	04/17/2008		A		75,000		04/17/2012	04/17/2015	COM.STK	10,750
Restricted Stock Units	\$ 0 <sup>(2)</sup>	04/17/2008		A		10,750		04/17/2009 <sup>(3)</sup>	04/17/2009 <sup>(3)</sup>	COM.STK	10,750
Restricted Stock Units	\$ 0 <sup>(2)</sup>	04/17/2008		A		10,750		04/17/2010 <sup>(3)</sup>	04/17/2010 <sup>(3)</sup>	COM.STK	10,750
Restricted Stock Units	\$ 0 <sup>(2)</sup>	04/17/2008		A		10,750		04/17/2011 <sup>(3)</sup>	04/17/2011 <sup>(3)</sup>	COM.STK	10,750
Restricted Stock Units	\$ 0 <sup>(2)</sup>	04/17/2008		A		10,750		04/17/2012 <sup>(3)</sup>	04/17/2012 <sup>(3)</sup>	COM.STK	10,750

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRYANT ANDY D INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054			EXECUTIVE VP, CAO	

## Signatures

ANDY D.  
BRYANT

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) Includes 1,046 shares acquired under the Intel Corporation Stock Purchase Plan during February 2008.
- (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, 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.

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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