**INTEL CORP** Form 4 April 21, 2008

## 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:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

Persons who respond to the collection of

information contained in this form are not

January 31, 2005

0.5

Estimated average

burden hours per response...

**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

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

2. Issuer Name and Ticker or Trading

INTEL CORP [INTC]

3. Date of Earliest Transaction

See Instruction

Symbol

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

1(b).

(Last)

(Print or Type Responses)

SODHANI ARVIND

1. Name and Address of Reporting Person \*

(First)

(Middle)

INTEL CORPORATION, 2200 MISSION COLLEGE BLVD.			(Month/Day/Year) 04/21/2008				Director 10% Owner Symples Officer (give title Other (specify below) EXEC. VP; PRES. INTEL CAPITAL			
(Street) 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						
SANTA CLARA, CA 95054					1	Form filed by More than One Reporting Person				
(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
2. Transaction Date (Month/Day/Year) 04/21/2008	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	on(A) or Dis	sposed	Price \$	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)		
						4,000	I	Held by Mother		
						33.114	I	By Employee Benefit Plan Trust		
	(Street)  RA, CA 95054  (State) (Z. Transaction Date Month/Day/Year)	ORATION, 2200 CLEGE BLVD.  (Street)  4. If Amer Filed(Monton RA, CA 95054  (State)  (Zip)  Table  2. Transaction Date Amonth/Day/Year)  Execution Date, if any (Month/Day/Year)	ORATION, 2200 O4/21/2008  LLEGE BLVD.  (Street) 4. If Amendment, Dat Filed(Month/Day/Year)  RA, CA 95054 (State) (Zip) Table I - Non-Do 2. Transaction Date 2A. Deemed 3. Month/Day/Year) Execution Date, if Transaction any Code (Month/Day/Year) (Instr. 8)  Code V	ORATION, 2200  O4/21/2008  LLEGE BLVD.  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  RA, CA 95054  (State)  (Zip)  Table I - Non-Derivative State Sta	ORATION, 2200  O4/21/2008  LLEGE BLVD.  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  RA, CA 95054  (State)  (Zip)  Table I - Non-Derivative Securit  2. Transaction Date 2A. Deemed 3. 4. Securities Ac Month/Day/Year)  Execution Date, if Transaction(A) or Disposed any Code (Instr. 3, 4 and 5)  (Month/Day/Year)  (A)  or Code V Amount (D)	ORATION, 2200  O4/21/2008  LLEGE BLVD.  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  RA, CA 95054  (State)  (Zip)  Table I - Non-Derivative Securities Acquired Month/Day/Year)  Execution Date, if Transaction(A) or Disposed of (D) any Code (Instr. 3, 4 and 5) (Month/Day/Year)  (A) Or Code V Amount (D) Price	DRATION, 2200 LLEGE BLVD.  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  CA, CA 95054  (State)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of Execution Date, if Transaction(A) or Disposed of (D) any (Month/Day/Year)  (Month/Day/Year)  (A)  (A)  (Code (Instr. 3, 4 and 5) (Month/Day/Year)  (A)  (A)  (B)  (Code (Instr. 8)  (A)  (Code (Instr. 3)  (A)  (Code (Instr. 3)  (A)  (Code (Instr. 3)  (Instr. 3)	DRATION, 2200 LLEGE BLVD.  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  Applicable Line) X. Form filed by One Reporting Person  (State)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Description (Month/Day/Year)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Description (Month/Day/Year)  (State)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Description (Instr. 3, 4 and 5) (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A) Original Applicable Line) X. Form filed by One Reporting Person  Form filed by More than One Reperson  Code (Instr. 3, 4 and 5) (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A) Original Applicable Line) X. Form filed by One Reporting Person  Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 3 and 4)  M4/21/2008  S 96,000 D  4,000 I		

SEC 1474

(9-02)

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration	Title	Or		
						Exercisable	Date	ritte	Number		
				C + V	(A) (D)				of		
				Code V	(A) (D)				Shares		

#### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SODHANI ARVIND INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054

EXEC. VP; PRES. INTEL CAPITAL

#### **Signatures**

ARVIND

SODHANI 04/21/2008

\*\*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).

#### **Remarks:**

Mr. Sodhani holds 1,657,704 options with the right to buy Intel Corporation common stock and also holds 86,500 restricted str. 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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