

INTEL CORP  
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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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BARRETT CRAIG R**

(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  
☒ Officer (give title below) ☐ Other (specify below)

**CHAIRMAN OF THE BOARD**

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| COMMON                                |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           | 3,442,794                                                                                                          | D                                                                       |                                                                   |
| COMMON                                |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           | 3,224.183                                                                                                          | I                                                                       | By<br>Employee<br>Benefit Plan                                    |
| COMMON                                |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           | 150,000                                                                                                            | I                                                                       | By Family<br>Foundation                                           |

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  
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SEC 1474  
(9-02)

number.

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and Expiration<br>Date<br>(Month/Day/Year) |     | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | 8. Amount<br>of<br>Net<br>Cost |         |        |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|----------------------------------------------------------------|--------------------------------|---------|--------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                            | (A)                                                            | (D) | Date Exercisable                                               | Expiration Date                | Title   | Amount |
| Employee<br>Option<br>(right to<br>buy)             | \$ 22.11                                                              | 04/17/2008                              |                                                             | A                                       |                                                                                                              | 35,000                                                         |     | 04/17/2009                                                     | 04/17/2015                     | COM.STK | 3      |
| Employee<br>Option<br>(right to<br>buy)             | \$ 22.11                                                              | 04/17/2008                              |                                                             | A                                       |                                                                                                              | 35,000                                                         |     | 04/17/2010                                                     | 04/17/2015                     | COM.STK | 3      |
| Employee<br>Option<br>(right to<br>buy)             | \$ 22.11                                                              | 04/17/2008                              |                                                             | A                                       |                                                                                                              | 35,000                                                         |     | 04/17/2011                                                     | 04/17/2015                     | COM.STK | 3      |
| Employee<br>Option<br>(right to<br>buy)             | \$ 22.11                                                              | 04/17/2008                              |                                                             | A                                       |                                                                                                              | 35,000                                                         |     | 04/17/2012                                                     | 04/17/2015                     | COM.STK | 3      |
| Restricted<br>Stock<br>Units                        | \$ 0 <sup>(1)</sup>                                                   | 04/17/2008                              |                                                             | A                                       |                                                                                                              | 5,000                                                          |     | 04/17/2009 <sup>(2)</sup>                                      | 04/17/2009 <sup>(2)</sup>      | COM.STK |        |
| Restricted<br>Stock<br>Units                        | \$ 0 <sup>(1)</sup>                                                   | 04/17/2008                              |                                                             | A                                       |                                                                                                              | 5,000                                                          |     | 04/17/2010 <sup>(2)</sup>                                      | 04/17/2010 <sup>(2)</sup>      | COM.STK |        |
| Restricted<br>Stock<br>Units                        | \$ 0 <sup>(1)</sup>                                                   | 04/17/2008                              |                                                             | A                                       |                                                                                                              | 5,000                                                          |     | 04/17/2011 <sup>(2)</sup>                                      | 04/17/2011 <sup>(2)</sup>      | COM.STK |        |
| Restricted<br>Stock<br>Units                        | \$ 0 <sup>(1)</sup>                                                   | 04/17/2008                              |                                                             | A                                       |                                                                                                              | 5,000                                                          |     | 04/17/2012 <sup>(2)</sup>                                      | 04/17/2012 <sup>(2)</sup>      | COM.STK |        |

## Reporting Owners

| Reporting Owner Name / Address                                                              | Relationships |           |                       |       |
|---------------------------------------------------------------------------------------------|---------------|-----------|-----------------------|-------|
|                                                                                             | Director      | 10% Owner | Officer               | Other |
| BARRETT CRAIG R<br>INTEL CORPORATION<br>2200 MISSION COLLEGE BLVD.<br>SANTA CLARA, CA 95054 | X             |           | CHAIRMAN OF THE BOARD |       |

## Signatures

CRAIG R.  
BARRETT                      04/18/2008

\*\*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).
- (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, 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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