Smith Stacy J
Form 4
November 02, 2007

FORM 4

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

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
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Smith Stacy J

(Last) (First) (Middle)

INTEL CORPORATION, 2200 MISSION CLOLLEGE 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)
10/31/2007

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)
Chief Financial Officer

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	10/31/2007		M		10,400	A	$ 19	17,645	D	
COMMON	10/31/2007		S		10,400	D	$ 26.68	7,245	D	
COMMON	10/31/2007		M		24,235	A	$ 20.23	31,480	D	
COMMON	10/31/2007		S		24,235	D	$ 26.68	7,245	D	
COMMON	10/31/2007		M		20,800	A	$ 18.63	28,045	D	
COMMON	10/31/2007		S		20,800	D		7,245	D	

$
26.68

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

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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 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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Sha
Employee (right to buy)	$ 19	10/31/2007		M			10,400	04/14/2003	04/14/2008	COM.STK	10,40
Employee (right to buy)	$ 20.23	10/31/2007		M			6,058	11/25/2003	11/25/2012	COM.STK	6,05
Employee (right to buy)	$ 20.23	10/31/2007		M			6,058	11/25/2004	11/25/2012	COM.STK	6,05
Employee (right to buy)	$ 20.23	10/31/2007		M			6,058	11/25/2005	11/25/2012	COM.STK	6,05
Employee (right to buy)	$ 20.23	10/31/2007		M			6,061	11/25/2006	11/25/2012	COM.STK	6,06
Employee (right to buy)	$ 18.63	10/31/2007		M			5,200	04/22/2004	04/22/2013	COM.STK	5,20
Employee (right to buy)	$ 18.63	10/31/2007		M			5,200	04/22/2005	04/22/2013	COM.STK	5,20
Employee (right to buy)	$ 18.63	10/31/2007		M			5,200	04/22/2006	04/22/2013	COM.STK	5,20

Employee (right to buy)	$ 18.63	10/31/2007		M	5,200	04/22/2007	04/22/2013	COM.STK	5,20

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Smith Stacy J INTEL CORPORATION 2200 MISSION CLOLLEGE BLVD. SANTA CLARA, CA 95054			Chief Financial Officer	

Signatures

Stacy Smith	11/01/2007
**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) Mr. Smith holds 36,500 restricted stock units.

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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