

INTEL CORP
Form 4
April 23, 2007

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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(Print or Type Responses)

1. Name and Address of Reporting Person *
HOLT WILLIAM M

(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)

04/19/2007

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)

V. PRES. GM, TECH & MFG GRP

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 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)
COMMON				(A) or (D)	62,234 ⁽¹⁾	D	
COMMON					13,010	I	Trust for Self and Spouse
COMMON					1,000	I	By Son
COMMON					1,601	I	By Daughter
COMMON					2	I	By 401(k) Plan

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

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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 An Underlying Se (Instr. 3 and 4)	
				Code	V	(A)	(D)		
Employee Option(right to buy)	\$ 21.52	04/19/2007		A		45,000	04/19/2008	04/19/2014	COM.STK
Employee Option(right to buy)	\$ 21.52	04/19/2007		A		45,000	04/19/2009	04/19/2014	COM.STK
Employee Option(right to buy)	\$ 21.52	04/19/2007		A		45,000	04/19/2010	04/19/2014	COM.STK
Employee Option(right to buy)	\$ 21.52	04/19/2007		A		45,000	04/19/2011	04/19/2014	COM.STK
Restricted Stock Units	\$ 0 ⁽²⁾	04/19/2007		A		6,375	04/19/2008 ⁽³⁾	04/19/2008 ⁽³⁾	COM.STK
Restricted Stock Units	\$ 0 ⁽²⁾	04/19/2007		A		6,375	04/19/2009 ⁽³⁾	04/19/2009 ⁽³⁾	COM.STK
Restricted Stock Units	\$ 0 ⁽²⁾	04/19/2007		A		6,375	04/19/2010 ⁽³⁾	04/19/2010 ⁽³⁾	COM.STK
Restricted Stock Units	\$ 0 ⁽²⁾	04/19/2007		A		6,375	04/19/2011 ⁽³⁾	04/19/2011 ⁽³⁾	COM.STK

Reporting Owners

Reporting Owner Name / Address

Relationships

Director

10% Owner

Officer

Other

HOLT WILLIAM M
INTEL CORPORATION
2200 MISSION COLLEGE BLVD.
SANTA CLARA, CA 95054

V. PRES.
GM, TECH
& MFG GRP

Signatures

WILLIAM M.
HOLT

04/19/2007

__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) Includes 1,383 shares acquired under the Intel Corporation Stock Purchase Plan during February 2007.
- (2) Each restricted stock unit represents the right to receive, following vesting, one share of Intel 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.

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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