INTEL CORP Form 3 October 17, 2007

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Smith Stacy J

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

10/16/2007

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

INTEL CORP [INTC]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Chief Financial Officer

5. If Amendment, Date Original

Filed(Month/Day/Year)

2200 MISSION COLLEGE BLVD., MS SC4-203

(Street)

Director _X__ Officer

10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One Reporting Person

4. Nature of Indirect Beneficial

SANTA CLARA, Â CAÂ 95054

(City) (State) (Zip)

1. Title of Security

(Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership

(I) (Instr. 5)

Form: Direct (D) Ownership (Instr. 5)

or Indirect

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

5. Conversion or Exercise Price of

Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable Expiration Date

Title Amount or

Shares

Security Number of

Security: Derivative Direct (D) or Indirect

(I)

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						(Instr. 5)	
Employee Stock Option (right to buy)	10/14/2007	10/14/2011	COM.STK	15,000	\$ 20.75	D	Â
Employee Stock Option (right to buy)	10/14/2008	10/14/2011	COM.STK	15,000	\$ 20.75	D	Â
Employee Stock Option (right to buy)	10/14/2009	10/14/2011	COM.STK	15,000	\$ 20.75	D	Â
Employee Stock Option (right to buy)	10/14/2010	10/14/2011	COM.STK	15,000	\$ 20.75	D	Â
Employee Stock Option (right to buy)	04/21/2006	04/21/2012	COM.STK	10,200	\$ 23.16	D	Â
Employee Stock Option (right to buy)	04/21/2007	04/21/2012	COM.STK	10,200	\$ 23.16	D	Â
Employee Stock Option (right to buy)	04/21/2008	04/21/2012	COM.STK	10,200	\$ 23.16	D	Â
Employee Stock Option (right to buy)	04/21/2009	04/21/2012	COM.STK	10,200	\$ 23.16	D	Â
Employee Stock Option (right to buy)	04/21/2007	04/21/2013	COM.STK	22,500	\$ 19.51	D	Â
Employee Stock Option (right to buy)	04/21/2008	04/21/2013	COM.STK	22,500	\$ 19.51	D	Â
Employee Stock Option (right to buy)	04/21/2009	04/21/2013	COM.STK	22,500	\$ 19.51	D	Â
Employee Stock Option (right to buy)	04/21/2010	04/21/2013	COM.STK	22,500	\$ 19.51	D	Â
Employee Stock Option (right to buy)	01/18/2012	01/18/2017	COM.STK	45,000	\$ 20.7	D	Â
Employee Stock Option (right to buy)	04/19/2008	04/19/2014	COM.STK	40,000	\$ 21.52	D	Â
Employee Stock Option (right to buy)	04/19/2009	04/19/2014	COM.STK	40,000	\$ 21.52	D	Â
Employee Stock Option (right to buy)	04/19/2010	04/19/2014	COM.STK	40,000	\$ 21.52	D	Â
Employee Stock Option (right to buy)	04/19/2011	04/19/2014	COM.STK	40,000	\$ 21.52	D	Â
Restricted Stock Units	04/21/2007(2)	04/21/2007(2)	COM.STK	1,750	\$ 0 (1)	D	Â
Restricted Stock Units	04/21/2008(2)	04/21/2008(2)	COM.STK	1,750	\$ 0 (1)	D	Â
Restricted Stock Units	04/21/2009(2)	04/21/2009(2)	COM.STK	1,750	\$ 0 (1)	D	Â

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Restricted Stock Units	04/21/2010(2)	04/21/2010(2)	COM.STK	1,750	\$ 0 (1)	D	Â
Restricted Stock Units	01/18/2012(2)	01/18/2012(2)	COM.STK	6,500	\$ 0 (1)	D	Â
Restricted Stock Units	04/19/2008(2)	04/19/2008(2)	COM.STK	5,750	\$ 0 (1)	D	Â
Restricted Stock Units	04/19/2009(2)	04/19/2009(2)	COM.STK	5,750	\$ 0 (1)	D	Â
Restricted Stock Units	04/19/2010(2)	04/19/2010(2)	COM.STK	5,750	\$ 0 (1)	D	Â
Restricted Stock Units	04/19/2011(2)	04/19/2011(2)	COM.STK	5,750	\$ 0 (1)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
Fg	Director	10% Owner	Officer	Other		
Smith Stacy J						
2200 MISSION COLLEGE BLVD.	â	â	Chief Financial Officer	Â		
MS SC4-203	А	A	A Chief Financial Officer	А		
SANTA CLARA, CA 95054						

Signatures

Stacy Smith 10/16/2007

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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.

Â

Remarks:

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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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