INTEL CORP Form 4/A January 22, 2007

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:

January 31, 2005

0.5

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OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Last)

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

INTEL CORP [INTC]

(Check all applicable)

INTEL CORPORATION, 2200 MISSION COLLEGE BLVD.

(First)

3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner X_ Officer (give title _ Other (specify below)

6. Individual or Joint/Group Filing(Check

04/21/2005

V. PRES. GM, TECH & MFG GRP

(Street) 4. If Amendment, Date Original

(Middle)

Filed(Month/Day/Year) Applicable Line)

04/25/2005

X Form filed by One Reporting Person Form filed by More than One Reporting Person

SANTA CLARA, CA 95054

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (T)

Transaction(s)

(Instr. 4) (Instr. 4)

(Instr. 3 and 4) Code V Amount (D) Price

(A)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shar
Employee Option (right to buy)	\$ 23.16	04/21/2005		A	25,000	04/21/2006	04/21/2012	COM.STK	25,00
Employee Option (right to buy)	\$ 23.16	04/21/2005		A	25,000	04/21/2007	04/21/2012	COM.STK	25,00
Employee Option (right to buy)	\$ 23.16	04/21/2005		A	25,000	04/21/2008	04/21/2012	COM.STK	25,00
Employee Option (right to buy)	\$ 23.16	04/21/2005		A	25,000	04/21/2009	04/21/2012	COM.STK	25,00

Reporting Owners

Reporting Owner Name / Address	Relationships						
. 9	Director	10% Owner	Officer	Other			
HOLT WILLIAM M			V DDEC				
INTEL CORPORATION			V. PRES.				
2200 MISSION COLLEGE BLVD.			GM, TECH				
SANTA CLARA, CA 95054			& MFG GRP				

Signatures

WILLIAM M.

HOLT 01/19/2007

**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) The total number of options reflected in the reporting person's original Form 4 was incorrect and were also incorrect in five Forms 4 filed by the reporting person after his original Form 4 was filed.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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