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

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE

SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): May 10, 2012

INTEL CORPORATION

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

(Commission File Number)

94-1672743

2200 Mission College Blvd., Santa Clara, California 95054-1549

(Address of principal executive offices) (Zip Code)

(408) 765-8080

(Registrant's telephone number, including area code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

□ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

000-06217

(IRS Employer Identification No.)

Item 7.01 Regulation FD Disclosure

The information in this report shall not be treated as filed for purposes of the Securities Exchange Act of 1934, as amended.

On May 10, 2012, Intel Corporation ("Intel" or "the company") presented business and financial information to institutional investors, analysts, members of the press and the general public at a publicly webcast meeting (the "Investor Meeting"). Attached hereto as Exhibit 99.1 and incorporated by reference herein is the Investor Meeting presentation made by Stacy J. Smith, Senior Vice President and Chief Financial Officer of Intel. During the course of the Investor Meeting, Mr. Smith discussed Intel's financial performance, including, e.g., revenue, gross margin, spending, return on equity and return on invested capital; the financial performance and business opportunities of Intel's reporting segments; and return of cash to stockholders, including cash from operations, dividends and stock repurchases. Mr. Smith's presentation includes forward-looking statements and accompanying Risk Factors.

In addition to presenting financial results calculated in accordance with United States (U.S.) generally accepted accounting principles (GAAP), Mr. Smith's presentation contains non-GAAP financial measures that exclude the charge incurred in the fourth quarter of 2009 as a result of the settlement agreement with Advanced Micro Devices, Inc. (AMD) in the amount of \$1.25 billion, and a charge incurred in the second quarter of 2009 as a result of the European Commission (EC) fine in the amount of €1.06 billion, or about \$1.45 billion. These non-GAAP measures also exclude the associated impacts of the AMD settlement on Intel's tax provision. The EC fine did not impact the income tax provision because it was not tax deductible. Additionally, Mr. Smith's presentation defines Return on Invested Capital (ROIC) as adjusted net operating profit after taxes divided by beginning invested capital. Management believes that ROIC provides greater visibility into how effectively Intel deploys capital. Management uses ROIC as a high level target to help ensure that overall performance is understood and acceptable. ROIC is not a measure of financial performance under GAAP, and may not be defined and calculated by other companies in the same manner as Intel. ROIC should not be considered in isolation or as an alternative to net income as an indicator of company performance.

The non-GAAP financial measures disclosed by the company should not be considered a substitute for, or superior to, financial measures calculated in accordance with GAAP, and the financial results calculated in accordance with GAAP and reconciliations from these results should be carefully evaluated. Management believes the non-GAAP financial measures are appropriate for both its own assessment of, and to show the reader, how our performance compares to other periods.

SIGNATURES

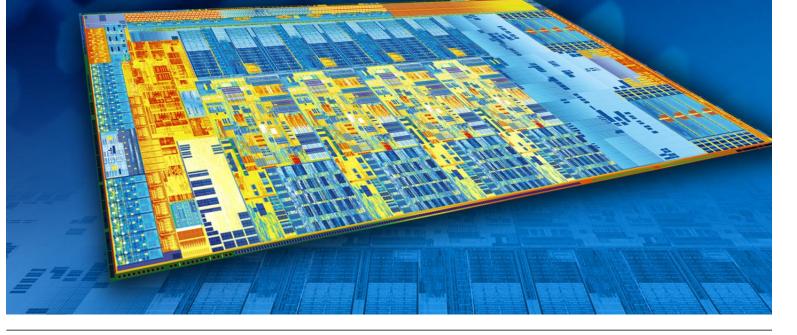
Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

> INTEL CORPORATION (Registrant)

/s/ Cary I. Klafter Cary I. Klafter Corporate Secretary

Date: May 10, 2012







INVESTOR MEETING Story Smith Senior Vice President Chief Financial Officer

What You Heard Today

- We are well positioned to power the next decade of computing
 - Reinventing the PC with the UltrabookTM
 - Capitalizing on Data Center & Internet Growth
 - Bringing the best of Intel technologies to phones & tablets
 - Delivering leading hardware plus software security solutions
 - Emerging markets will continue to be a significant growth driver
- Our widening process technology and manufacturing lead is giving us a sustainable, differentiated advantage

What You Will Hear From Me

- Our process technology and manufacturing leadership is a more valuable competitive advantage than ever before
- Our investments are delivering leadership products across all segments, which in turn is allowing us to generate outstanding revenue and profit growth
- We are growing, highly profitable and generating significant cash to invest in our business and drive shareholder return



Moore's Law

"The number of transistors per square inch of silicon doubles every 2 years"

Two Implications:

- 1. Cost per square inch goes up over time
- 2. Doubling of transistors = "Scaling"
 - Improves performance
 - Cost per transistor declines

Capex Investment Operating Guidelines

- 1. Advancing process technology lowers costs
- 2. Faster is better
- 3. Capacity deployed for expected unit volume
- 4. Protect ability to capture upsides in demand

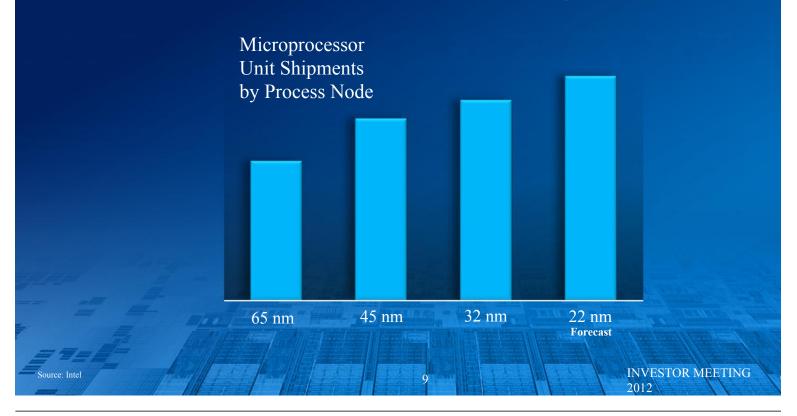
Capex Investment Operating Guidelines

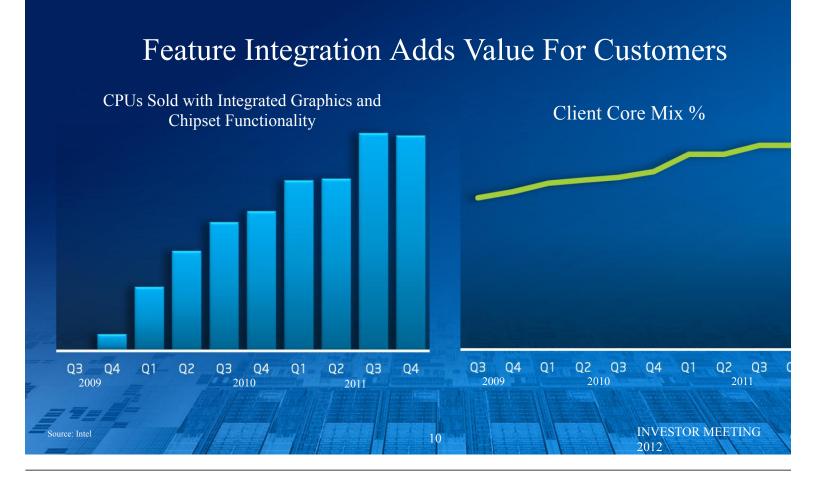
- 1. Advancing process technology lowers costs
- 2. Faster is better
- 3. Capacity deployed for expected unit volume
- 4. Protect ability to capture upsides in demand

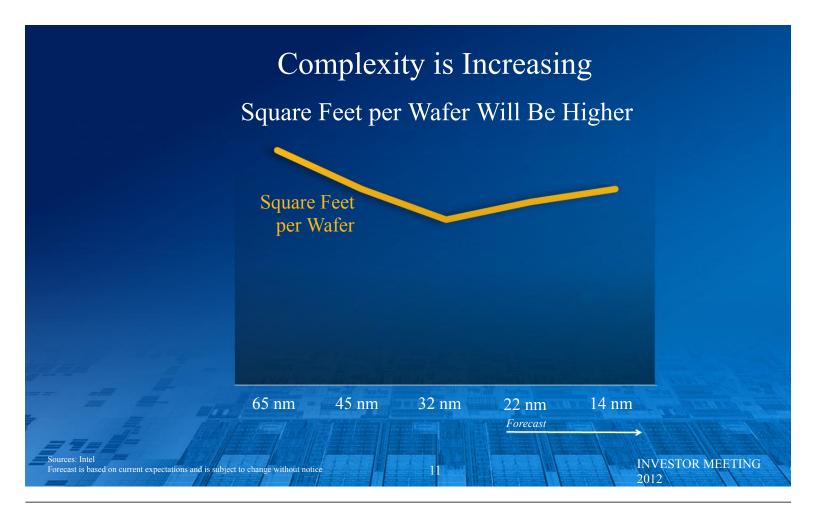
All Still True ... 2 Observations

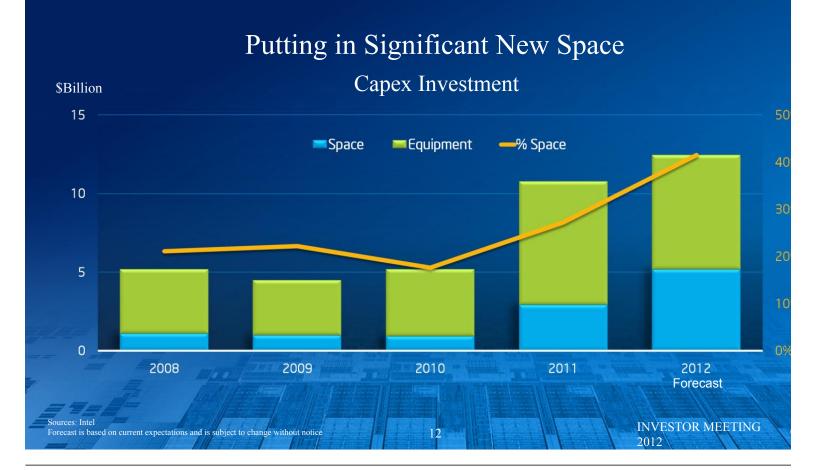
- Our leadership is extending as complexity and capital costs go up
- Equipment reuse protects against downside demand scenarios

Unit Volume Is Increasing

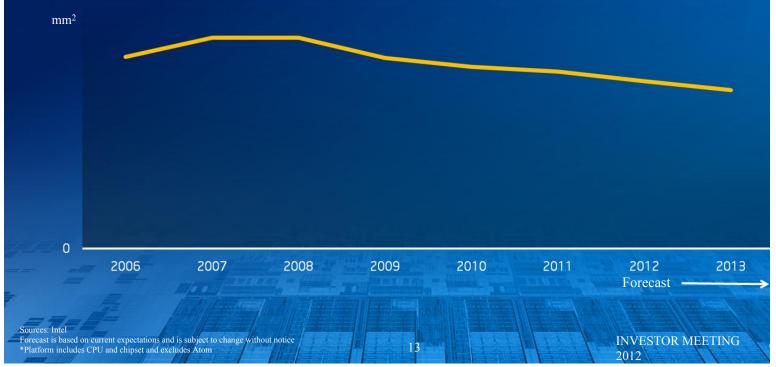




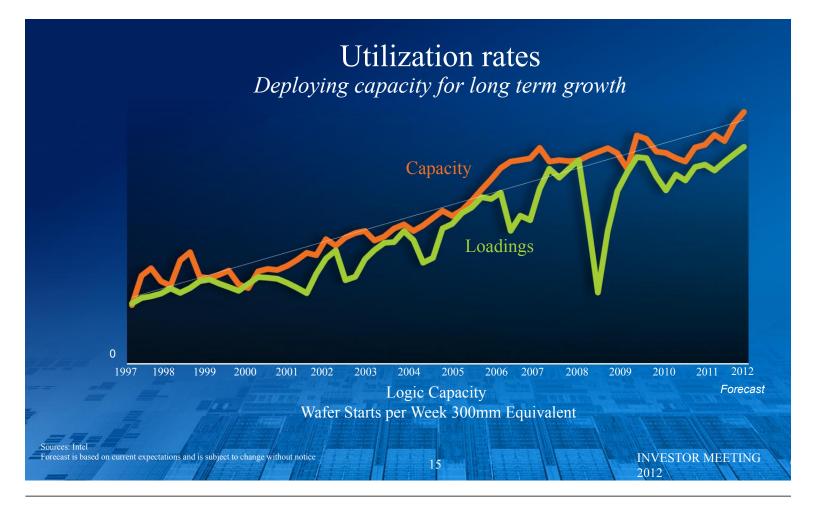




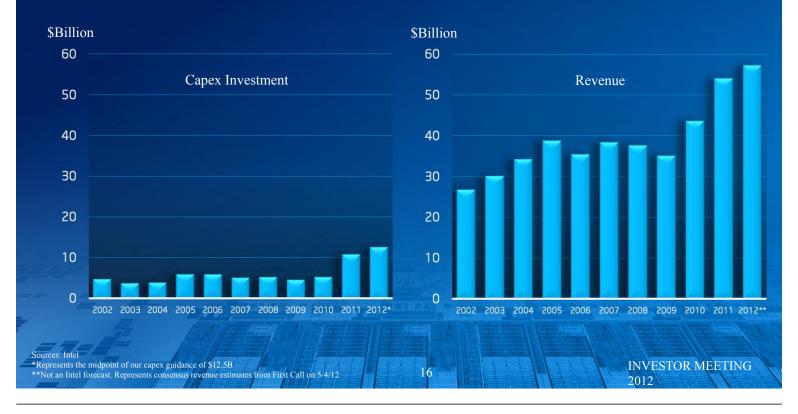
Weighted Average Die Size Platform*



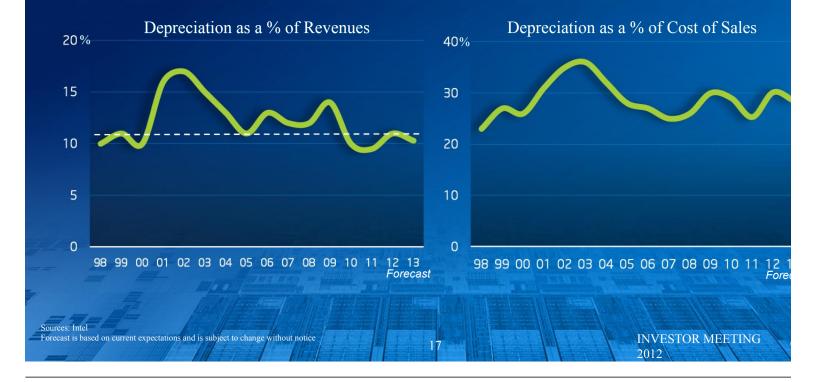




Our Business Has Grown Significantly



Depreciation in Line with Historical Levels

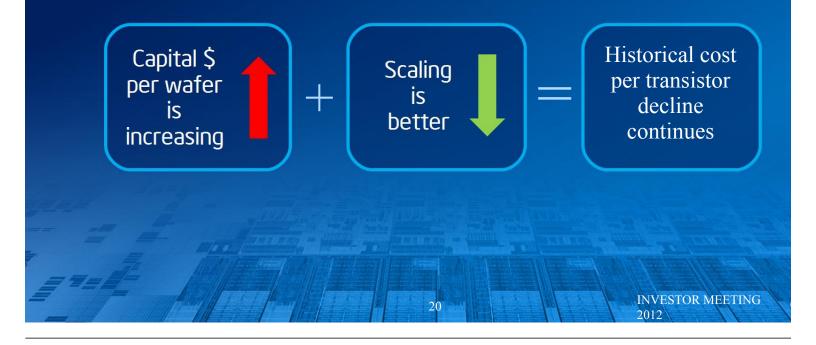


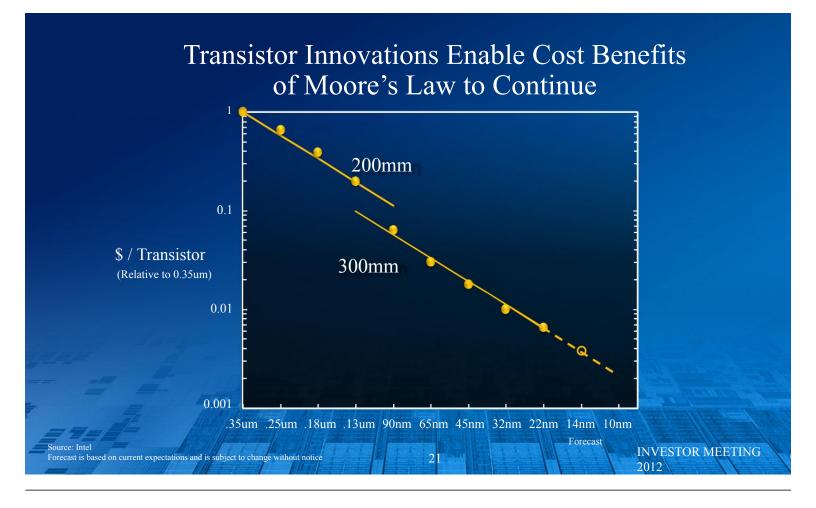
Delivering Historically High Gross Margins



Hold on there Tex ... So why isn't this increase in capital dollars per wafer impacting gross margin?

Our Cost Equation *Changes vs. Historical Trend*





Hold on there Tex ... what if we are wrong about unit growth?









Our Core Financial Advantage

Segments of our Business

Growth and Shareholder Return

Strong Businesses Across the ContinuumPC Client GroupData Center GroupOther Intel Arch.Image: Colspan="2">Image: Colspan="2">Other Intel Arch.Image: Colspan="2">Image: Colspan="2">Image: Colspan="2">Image: Colspan="2">Other Intel Arch.Image: Colspan="2">Image: Colspan="2"Image: Colspan="2">Image: Colspan="2"Image: Colspan="2"Image: Colspan="2"Image: Colspan="2">Image: Colspan="2"Image: Colspan="2"Image: Colspan="2">Image: Colspan="2"Image: Colspan="2"Image: Colspan="2">Image: Colspan="2"Image: Colspan="2">Image: Colspan="2"Image: Colspan="2">Image: Colspan="2"Image: Colspan="2">Image: Colspan="2"Image: Colspan="2"<t

28

Source: Intel

INVESTOR MEETING

2012

Strong Businesses Across the Continuum PC Client Group Data Center Group Other Intel Arch. 2011 Rev/OM 2011 Rev/OM 2011 Rev/OM \$35.4B/\$14.8B \$10.1B/\$5.1B \$5.0B/(\$0.6B) Software and Services Group 2011 Rev/OM \$1.9B/Breakeven **INVESTOR MEETING** Source: Intel 29 2012

PC Client Group 2010 vs. 2011



Segmented Costs to Compete Across Segments *Platform Costs**



PC Client Group Looking Forward to 2013

Expect Emerging Markets and UltrabooksTM will drive solid revenue growth

Technology leadership, cost improvements, and segmentation expected to maintain the operating margin %

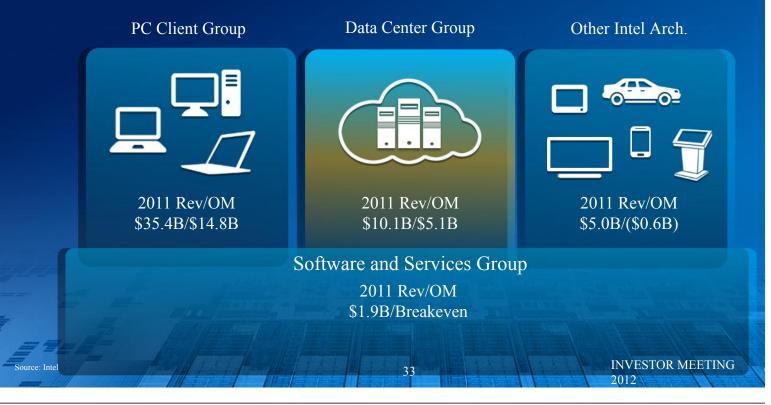
INVESTOR MEETING

2012

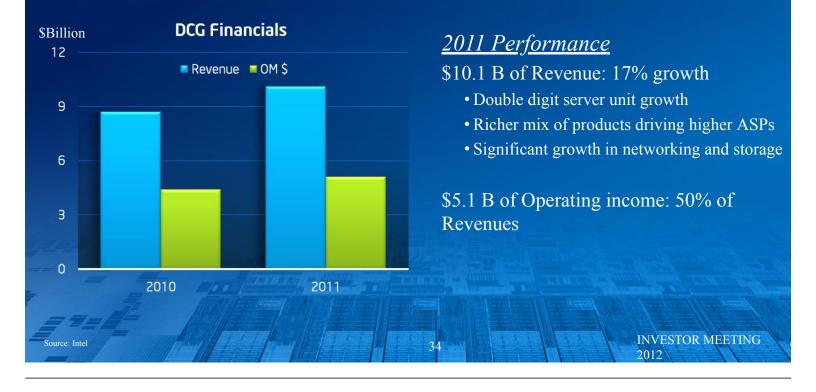
Forward looking statements specified are preliminary based on current expectations, and are subject to change without notice

urce: Intel

Strong Businesses Across the Continuum



Data Center Group 2010 vs. 2011



Data Center Group Looking Forward

Benefiting from four trends

1. Build-out of the cloud

Forward looking statements specified are preliminary based on current expectations, and are subject to change without notice

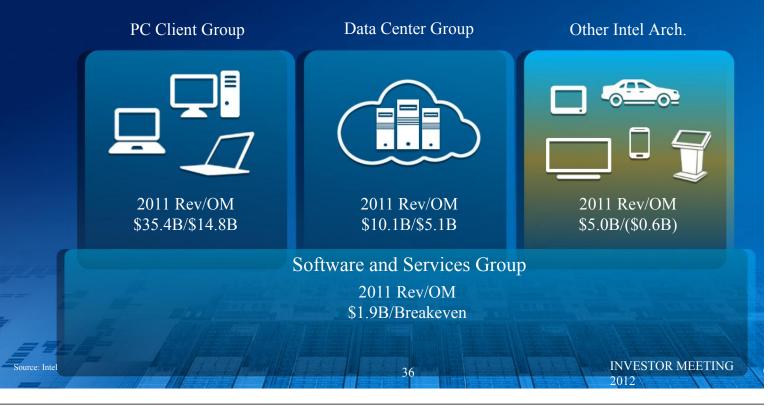
ource: Intel

- 2. Expanding into networking and communications infrastructure, fabric, and storage
- 3. Voracious demand for high-performance computing
- 4. Technology leadership = high ROI for enterprise expansion

Still expect 15% underlying revenue growth CAGR for this business through 2013 at ~50% operating margin

35

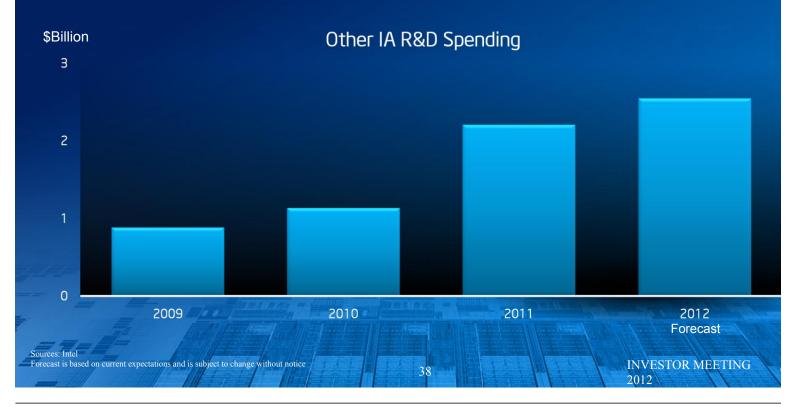
Strong Businesses Across the Continuum



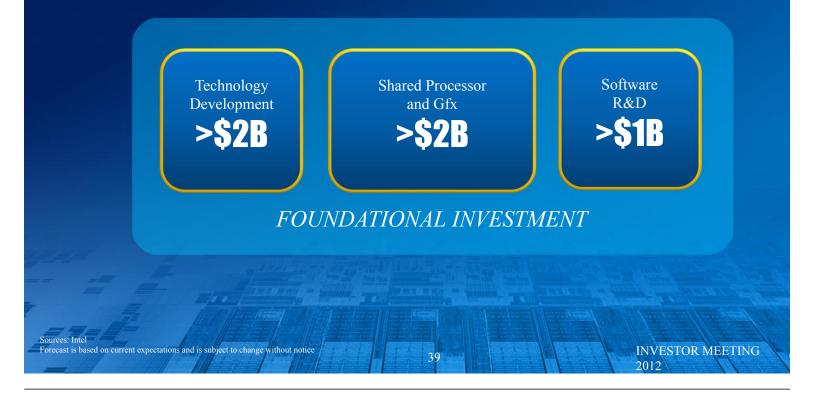
Already a Large Player, We Expect To Outgrow The Market



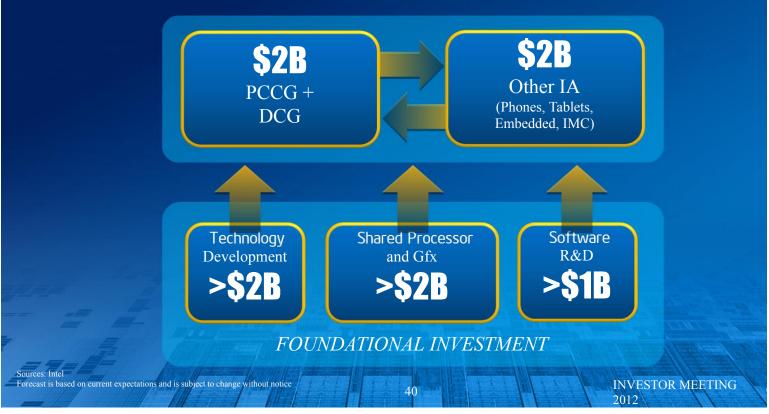
Making Significant Investments



Significant R&D Investment Leverage



R&D Synergies Across Businesses



Intel AtomTM Extends the Cost Curve



Other Intel Architecture Group Looking Forward

Intelligent Systems

• On track to be a \$2B business in 2012

•Expect revenue growth of 25%+ in 2013 with operating margin of ~\$1B

Phones and Tablets

• Making significant investments in SOC capabilities, LTE, and Software

42

• 2012 design win momentum feeds 2013 revenue growth

We expect to grow the business by more than \$1.5B and cut the operating loss by half in 2013



Strong Businesses Across the Continuum



Software and Services Group



- Rapidly growing software and services capabilities
- Expertise in security benefiting our core business
- 2011: \$1.9B in revenue/~breakeven
- 2012: ~\$2.4B* in revenue /slightly positive operating margin
- 2013 and beyond*: Expect low double digit revenue growth



Delivering Historically High Gross Margins



Our Core Financial Advantage

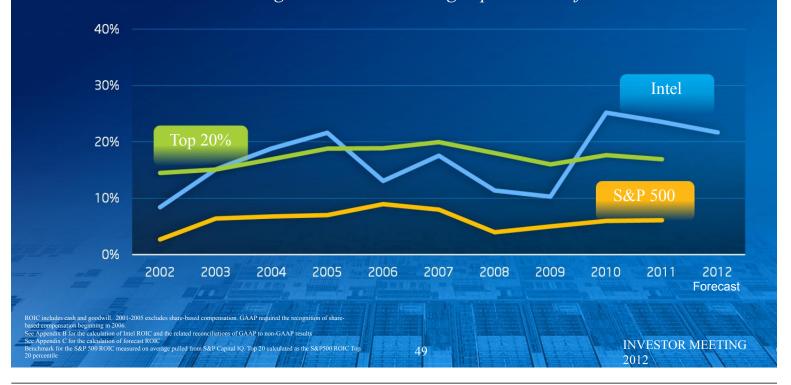
Segments of our Business

Growth and Shareholder Return

Delivering Significant Growth



ROIC Progress Report Achieving Goal to Rank Among Top ROIC Performers



Strong Cash Generation





Strong Cash Generation

Steadily Increasing Dividend



Share Repurchases

In 2011, we bought back 642 million shares for \$14.1B



Key Messages

- Our process technology and manufacturing leadership is a more valuable competitive advantage than ever before
- Our investments are delivering leadership products across all segments, which in turn is allowing us to generate outstanding revenue and profit growth
- We are growing, highly profitable and generating significant cash to invest in our business and drive shareholder return

Risk Factors

The above statements and any others in this document that refer to plans and expectations for the second quarter, the year and the future are forward-looking statements. Words such as "anticipates," "expects," "intends," "plans," "believes, "iseeks," "exeks," "existing statements that involve a number of risks and uncertainties. Words such as "anticipates," "expects," "intends," "plans," "believes, "iseeks," "exeks," "existing statements in the first operation is a sumption of a such as indentify forward-looking statements. Intel presently considers the following to be the important factors that could cause actual results, and variances from Intel's current expectations regarding such factors could cause actual results, and variances from intel's current expectations is to factors including conditions poses and economic conditions, including supply constraints and other disruptions affecting customers. Uncertainty in global economic and financial conditions poses arisk that operates in intensely competitive industres that are characterized by a high percentage of costs that are lived or difficult to rotate into additions poses arisk that gross margin percentage are affected by the timing of Intel product introductions made the list products, intel is in the gross margin precentage of costs that are such as discussions back may be reserved and the gross margin percentage are affected by the timing of Intel product introductions made the list products. Intel is additional to a social terms and precent and the social terms and product offering costs margin precentage conditions, market and links is products, the social terms of the internet are special in the costs defects of the manufacturing range and associated costs, stat-tup costs, cecess or obsolet inventory significantly form expectations backs on capacity that the social terms and long associated costs, stat-tup costs, the state and long the precess on distributions in the gross and and long charge single and long changes in unifored the sobsole on carpaci

55

INTEL CORPORATION RECONCILIATIONS OF GAAP TO NON-GAAP RESULTS Appendix A: AMD Settlement/EC Fine

- In addition to disclosing financial results calculated in accordance with United States (U.S.) generally accepted accounting principles (GAAP), this presentation contains non-GAAP financial measures that exclude the charge incurred in the fourth quarter of 2009 as a result of the settlement agreement with Advanced Micro Devices, Inc. (AMD) in the amount of \$1.25 billion, and a charge incurred in the second quarter of 2009 as a result of the European Commission (EC) fine in the amount of €1.06 billion, or about \$1.45 billion. These non-GAAP measures also exclude the associated impacts of the AMD settlement on our tax provision. The EC fine did not impact the income tax provision because it was not tax deductible.
- The non-GAAP financial measures disclosed by the company should not be considered a substitute for, or superior to, financial measures calculated in accordance with GAAP, and the financial results calculated in accordance with GAAP and reconciliations from these results should be carefully evaluated. Management believes the non-GAAP financial measures are appropriate for both its own assessment of, and to show the reader, how our performance compares to other periods. Set forth below are reconciliations of the non -GAAP financial measures to the most directly comparable GAAP financial measures.

56

INTEL CORPORATION RECONCILIATIONS OF GAAP TO NON-GAAP RESULTS Appendix A: AMD Settlement/EC Fine (Continued)

	2009		
GAAP DILUTED EARNINGS PER COMMON SHARE	\$	0.77	
AMD settlement		0.22	
EC Fine		0.26	
Income tax impact		(0.08)	
DILUTED EARNINGS PER COMMON SHARE EXCLUDING ADJUSTMENTS	\$	1.17	

INTEL CORPORATION RECONCILIATIONS OF GAAP TO NON-GAAP RESULTS Appendix B: Historic ROIC

• We define Return on Invested Capital (ROIC) as adjusted net operating profit after taxes divided by beginning invested capital. Management believes that ROIC provides greater visibility into how effectively Intel deploys capital. Management uses ROIC as a high level target to help ensure that overall performance is understood and acceptable. ROIC is not a measure of financial performance under accounting principles generally accepted in the United States (GAAP), and may not be defined and calculated by other companies in the same manner as Intel does. ROIC should not be considered in isolation or as an alternative to net income as an indicator of company performance.

INTEL CORPORATION RECONCILIATIONS OF GAAP TO NON-GAAP RESULTS Appendix B: Historic ROIC

(\$m)	2002	2003	2004	2005	2006
Net income (GAAP)	\$ 3,117	\$ 5,641	\$ 7,516	\$ 8,664	\$ 5,044
Interest expense	84	62	50	19	24
Income tax adjustment (1)	(22)	(15)	(14)	(6)	(7)
Adjusted net operating profit after taxes	\$ 3,179	\$ 5,688	\$ 7,552	\$ 8,677	\$ 5,061
	2001	2002	2003	2004	2005
Total assets (GAAP) (2)	\$ 44,395	\$ 44,224	\$ 47,143	\$ 48,143	\$ 48,309
Current liabilities	(6,570)	(6,595)	(6,879)	(8,006)	(9,234)
Invested capital	\$ 37,825	\$ 37,629	\$ 40,264	\$ 40,137	\$ 39,075
	2002	2003	2004	2005	2006
Return on invested capital (Adjusted net operating profit after taxes / prior year end invested capital)	8.4%	15.1%	18.8%	21.6%	13.0%
Net income/ prior year end total assets	7.0%	12.8%	15.9%	18.0%	10.4%

59

(1) Assumed tax effect of interest expense based on the effective tax rate

(2) 2005-2008 Total assets has been adjusted due to changes to the accounting for convertible debt instruments

INTEL CORPORATION RECONCILIATIONS OF GAAP TO NON-GAAP RESULTS Appendix B: Historic ROIC (Continued)

(\$m)	2007	2008	2009	2010	2011	
Net income (GAAP)	\$ 6,976	\$ 5,292	\$ 4,369	\$ 11,464	\$ 12,942	
Interest expense	15	8	1	0	41	
Income tax adjustment (1)	(4)	(2)	(0)	0	(11)	
Adjusted net operating profit after taxes	\$ 6,987	\$ 5,298	\$ 4,370	\$ 11,464	\$ 12,972	
	2006	2007	2008	2009	2010	
Total assets (GAAP) (2)	\$ 48,372	\$ 55,664	\$ 50,472	\$ 53,095	\$ 63,186	
Current liabilities	(8,514)	(8,571)	(7,818)	(7,591)	(9,327)	
Invested capital	\$ 39,858	\$ 47,093	\$ 42,654	\$ 45,504	\$ 53,859	
	2007	2008	2009	2010	2011	10 YR AVG
Return on invested capital (Adjusted net operating profit after taxes / prior year end invested capital)	17.5%	11.3%	10.2%	25.2%	24.1%	16.5%
Net income/ prior year end total assets	14.4%	9.5%	8.7%	21.6%	20.5%	13.9%

60

(1) Assumed tax effect of interest expense based on the effective tax rate

(2) 2005-2008 Total assets has been adjusted due to changes to the accounting for convertible debt instruments

INTEL CORPORATION CALCULATION OF FORECAST ROIC Appendix C

2012 Foreca	
\$ 12,0	
\$ 12,	
2	
\$71,	
(12,0	
\$ 59,1	
2012 Forec	
21.	

61

. "Forecast reflects Consensus net income forecast published by Thomson Reuters as of 4/13/12. This information is provided solely to illustrate forecast ROIC based upon analysts' views as of a point in time. Intel has not reviewed, does not endorse or adopt, and expresses no views on the accuracy of the information reported by Thomson Reuters or the accuracy, appropriateness or completeness of the reports upon which such information is based. You should not view this information as reflecting Intel's or its management's views, and Intel disclaims any responsibility with respect to such information or reports currently or in the future."

Annualized amount above is our Q1 2012 interest expense multiplied by four
Assumed tax effect of annualized interest expense based on our Q1 2012 effective tax rate



