
**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): November 14, 2012

INTEL CORPORATION
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

000-06217
(Commission File Number)

94-1672743
(IRS Employer Identification No.)

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))
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Item 5.02 **Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On November 14, 2012, Paul Otellini, President and CEO, notified the Board of Directors of Intel Corporation (“Intel”) of his intention to retire as President and CEO and from the board of directors of Intel in May 2013. Mr. Otellini will continue to serve as President and CEO and as a director of Intel until the company’s next annual meeting of stockholders, which is scheduled to be held on May 16, 2013.

Item 7.01 **Regulation FD Disclosure.**

The company's press release announcing Mr. Otellini’s retirement is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01 **Financial Statements and Exhibits.**

(d) Exhibits.

The following exhibit is furnished as part of this Report:

<u>Exhibit Number</u>	<u>Description</u>
99.1	Intel press release dated November 19, 2012

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: November 19, 2012



News Release

Intel Corporation
2200 Mission College Blvd.
Santa Clara, CA 95054-1549

Intel CEO Paul Otellini to Retire in May

SANTA CLARA, Calif., Nov. 19, 2012 – Intel Corporation today announced that the company’s president and CEO, Paul Otellini, has decided to retire as an officer and director at the company’s annual stockholders’ meeting in May, starting an orderly leadership transition over the next six months. Otellini’s decision to retire will bring to a close a remarkable career of nearly 40 years of continuous service to the company and its stockholders.

“Paul Otellini has been a very strong leader, only the fifth CEO in the company’s great 45-year history, and one who has managed the company through challenging times and market transitions,” said Andy Bryant, chairman of the board. “The board is grateful for his innumerable contributions to the company and his distinguished tenure as CEO over the last eight years.”

“I’ve been privileged to lead one of the world’s greatest companies,” Otellini said. “After almost four decades with the company and eight years as CEO, it’s time to move on and transfer Intel’s helm to a new generation of leadership. I look forward to working with Andy, the board and the management team during the six-month transition period, and to being available as an advisor to management after retiring as CEO.”

The board of directors will conduct the process to choose Otellini’s successor and will consider internal and external candidates for the job.

In addition, the company also announced that the board has approved the promotion of three senior leaders to the position of executive vice president: Renee James, head of Intel’s software business; Brian Krzanich, chief operating officer and head of worldwide manufacturing; and Stacy Smith, chief financial officer and director of corporate strategy. During Otellini’s tenure as CEO -- from the second quarter of 2005 through the third quarter of 2012 -- Intel:

- Generated cash from operations of \$107 billion
- Made \$23.5 billion in dividend payments
- Increased the quarterly dividend 181 percent from \$0.08 to \$0.225

From the end of 2005 through the end of 2011, Intel achieved record revenue and net income. During this period, annual revenue grew from \$38.8 billion to \$54 billion, while annual earnings-per-share grew from \$1.40 to \$2.39.

In addition to financial performance, Intel, under Otellini’s leadership, achieved notable successes in areas of strategic importance. During this period, the company:

- Transformed operations and the cost structure for long-term growth
- Achieved breakthrough innovations, including High-K/Metal gate and now 3-D Tri-gate transistors; and dramatic improvement in energy efficiency of Intel processors
- Reinvented the PC with Ultrabook™ devices
- Greatly expanded business partnerships and made strategic acquisitions that expanded Intel’s presence in security, software and mobile communications
- Delivered the first smartphones and tablets for sale with Intel inside
- Grew the vast network of cloud-based computing built on Intel products

Intel (NASDAQ: INTC) is a world leader in computing innovation. The company designs and builds the essential technologies that serve as the foundation for the world’s computing devices. Additional information about Intel is available at newsroom.intel.com and blogs.intel.com.

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*Other names and brands may be claimed as the property of others.

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