

**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): August 18, 2025**



**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 Boulevard, Santa Clara, California**  
(Address of principal executive offices)

**95054-1549**  
(Zip Code)

Registrant's telephone number, including area code: **(408) 765-8080**

**Not Applicable**  
(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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class  
**Common stock, \$0.001 par value**

Trading Symbol(s)  
**INTC**

Name of each exchange on which registered  
**Nasdaq Global Select Market**

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. "

**Item 3.02    Unregistered Sales of Equity Securities.**

On August 18, 2025, Intel Corporation (the “Company”) entered into a Securities Purchase Agreement (the “Purchase Agreement”) with SoftBank Group Corp. (“SoftBank”) pursuant to which SoftBank agreed to purchase 86,956,522 shares of the Company’s common stock, par value \$0.001 per share (the “Shares”), for an aggregate purchase price in cash of \$2.0 billion, representing a price per share of \$23.00 per share. The Shares are to be issued in a private placement in reliance on the exemption provided by Section 4(a)(2) of the Securities Act of 1933 as a transaction not involving a public offering.

The Purchase Agreement contains customary representations, warranties and covenants, and the closing of the transaction is subject to customary closing conditions, including the expiration or termination of any applicable waiting periods, and the receipt of any required approvals, under the Hart-Scott-Rodino Antitrust Improvements Act of 1976.

**Item 7.01    Regulation FD Disclosure.**

The Company’s press release, dated August 18, 2025, announcing the private placement contemplated by the Purchase Agreement is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information in Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1, is furnished and shall not be treated as filed for purposes of the Securities Exchange Act of 1934, as amended.

**Item 9.01    Financial Statements and Exhibits.**

**(d)    Exhibits.**

The following exhibits are provided as part of this report:

<u>Exhibit Number</u>	<u>Description</u>
99.1	<a href="#">Press Release, dated August 18, 2025</a>
104	Cover Page Interactive Data File, formatted in Inline XBRL and included as Exhibit 101.

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## 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)

Date: August 21, 2025

By: /s/ April Miller Boise  
April Miller Boise  
Executive Vice President and Chief Legal Officer

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



# News Release

## SoftBank Group and Intel Corporation Sign \$2B Investment Agreement

### *Fueling U.S. semiconductor innovation and the AI revolution*

TOKYO, Japan and SANTA CLARA, California — August 18, 2025 — SoftBank Group Corp. (TOKYO: 9984, “SoftBank”) and Intel Corporation (Nasdaq: INTC) today announced their signing of a definitive securities purchase agreement, under which SoftBank will make a \$2 billion investment in Intel common stock.

The investment comes as both Intel and SoftBank deepen their commitment to investing in advanced technology and semiconductor innovation in the United States.

**Masayoshi Son, Chairman & CEO of SoftBank Group Corp., said:** “Semiconductors are the foundation of every industry. For more than 50 years, Intel has been a trusted leader in innovation. This strategic investment reflects our belief that advanced semiconductor manufacturing and supply will further expand in the United States, with Intel playing a critical role.”

**Lip-Bu Tan, CEO of Intel, said:**

“We are very pleased to deepen our relationship with SoftBank, a company that’s at the forefront of so many areas of emerging technology and innovation and shares our commitment to advancing U.S. technology and manufacturing leadership. Masa and I have worked closely together for decades, and I appreciate the confidence he has placed in Intel with this investment.”

Under the terms of the agreement, SoftBank will pay \$23 per share of Intel common stock. The transaction is subject to customary closing conditions.

SoftBank’s investment in Intel builds upon its long-term vision of enabling the AI revolution by accelerating access to advanced technologies that support digital transformation, cloud computing, and next-generation infrastructure.

#### **About SoftBank Group**

The SoftBank Group invests in breakthrough technology to improve the quality of life for people around the world. The SoftBank Group is comprised of SoftBank Group Corp. (TOKYO: 9984), an investment holding company that includes stakes in AI, smart robotics, IoT, telecommunications, internet services, and clean energy technology providers, as well as a majority stake in Arm, which is building the future of computing; and the SoftBank Vision Funds, which are investing to help transform industries and shape new ones. To learn more, please visit <https://group.softbank/en>.

#### **About Intel**

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Intel (Nasdaq: INTC) is an industry leader, creating world-changing technology that enables global progress and enriches lives. Inspired by Moore's Law, we continuously work to advance the design and manufacturing of semiconductors to help address our customers' greatest challenges. By embedding intelligence in the cloud, network, edge and every kind of computing device, we unleash the potential of data to transform business and society for the better. To learn more about Intel's innovations, go to [newsroom.intel.com](http://newsroom.intel.com) and [intel.com](http://intel.com).

#### Forward-Looking Statements

This document contains certain forward-looking statements related to the proposed transaction between Intel and SoftBank, including statements regarding the benefits and the timing of the transaction. Words such as "anticipate," "believe," "could," "estimate," "expect," "forecast," "intend," "likely," "may," "plan," "potential," "project," "predict," "seek," "should," "target," "would" and "will" and variations of such words and similar expressions are intended to identify such forward-looking statements. Such statements are based on management's expectations as of the date they were first made and involve risks and uncertainties, many of which are beyond our control, that could cause our actual results to differ materially from those expressed or implied in our forward-looking statements. Such risks and uncertainties include, among others, uncertainties as to the timing of the consummation of the transaction and the potential failure to satisfy the conditions to the consummation of the transaction, including the expiration or termination of any applicable waiting periods, and the receipt of any required approvals, under the Hart-Scott-Rodino Antitrust Improvements Act of 1976; inability to realize expected benefits of the transaction; litigation related to the transaction or otherwise; potential adverse reactions or changes to business relationships resulting from the announcement or completion of the transaction; and other risks detailed in Intel's filings with the Securities and Exchange Commission (the "SEC"), including those discussed in Intel's most recent Annual Report on Form 10-K and in any subsequent periodic reports on Form 10-Q and Form 8-K, each of which is on file with or furnished to the SEC and available at the SEC's website at [www.sec.gov](http://www.sec.gov). SEC filings for Intel are also available on Intel's Investor Relations website at [www.intc.com](http://www.intc.com). Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date they were first made. Unless otherwise required by applicable law, Intel and SoftBank undertake no obligation and do not intend to update these forward-looking statements, whether as a result of new information, future events or otherwise.