| FORM 4                |  |
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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SEC 1474 (9-02)

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Print or Type Responses)   |         |  |                                      |        |   |               |  |   |                                  |   |  |
|---|---------|--|--------------------------------------|--------|---|---------------|--|---|----------------------------------|---|--|
| 1. Name and Address of Reporting Person <sup>±</sup><br>PERLMUTTER DAVID                |         | 2. Issuer Name and T<br>NTEL CORP [IN  |                                      | ding S | ymbol   |               | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner |   |                                  |   |  |
| (Last) (First)<br>INTEL CORPORATION, 2200 MISSION<br>BLVD.                              | COLLECE | 3. Date of Earliest Transaction (Month/Day/Year) 01/22/2010  X_Officer (give title below) EXEC VP; CO-GM IAG |                                      |        |   |               |  |   |                                  |   |  |
| (Street)<br>SANTA CLARA, CA 95054   | 4.      | 4. If Amendment, Date Original Filed(Month/Day/Year)   |                                      |        |   |               |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br>_X_Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |                                  |   |  |
| (City) (State)  | (Zip)   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned                             |                                      |        |   |               |  |   |                                  |   |  |
| 1. Title of Security     2. Transaction       (Instr. 3)     Date       (Month/Day/Yet) |         | 2A. Deemed<br>Execution Date, if<br>) any<br>(Month/Day/Year)  | 3. Transaction<br>Code<br>(Instr. 8) |        | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |               |  | 5. Amount of Securities Beneficially<br>Owned Following Reported Transaction(s)<br>(Instr. 3 and 4)   |                                  | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |  |
|   |         |  | Code                                 | V      | Amount  | (A) or<br>(D) | Price  |   | or Indirect<br>(I)<br>(Instr. 4) | (Instr. 4)  |  |
| Common Stock  |         |  |                                      |        |   |               |  | 70,259.3257 <u>(1)</u>  | D                                |   |  |

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

|   | (e.g., puts, calls, warrants, options, convertible securities) |            |   |      |           |   |              |   |  |                 |                                      |  |   |  |  |
|---|--|------------|---|------|-----------|---|--------------|---|--|-----------------|--------------------------------------|--|---|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | Conversion   |            | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | Code | tion<br>) | 5. Number<br>Derivative<br>Securities<br>Acquired (<br>or Dispose<br>(D)<br>(Instr. 3, 4,<br>and 5) | (A)<br>ed of | 6. Date Exercisab<br>Expiration Date<br>(Month/Day/Year | 7. Title and Amount<br>of Underlying<br>Securities |                 | Derivative<br>Security<br>(Instr. 5) | Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|   |  |            |   | Code | v         | (A)   | (D)          | Date Exercisable  | Expiration<br>Date                                 | Title           | Amount<br>or<br>Number<br>of Shares  |  | (Instr. 4)  | (Instr. 4)   |  |
| Employee<br>Stock Option<br>(Right to<br>Buy)       | \$ 20.3  | 01/22/2010 |   | A    |           | 172,020   |              | 01/22/2011 <sup>(2).</sup>                              | 01/22/2017   | Common<br>Stock | 172,020                              | \$ 0   | 172,020   | D  |  |
| Restricted<br>Stock Units                           | \$ 0 <mark>(3)</mark> .  | 01/22/2010 |   | А    |           | 11,750  |              | 01/22/2015( <u>4</u> )                                  | <u>(4)</u>   | Common<br>Stock | 11,750                               | \$ 0   | 11,750  | D  |  |
| Performance-<br>based<br>Restricted<br>Stock Units  | \$ 0 <u>(5)</u> .  | 01/22/2010 |   | А    |           | 103,990   |              | 02/22/2013(6)   | <u>(6)</u>   | Common<br>Stock | 103,990<br>( <u>5</u> )              | \$ 0   | 103,990   | D  |  |
| Employee<br>Stock Option<br>(Right to<br>Buy)       | \$ 20.3  | 01/22/2010 |   | А    |           | 82,500  |              | 01/22/2015  | 01/22/2020   | Common<br>Stock | 82,500                               | \$ 0   | 82,500  | D  |  |

## **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |                    |       |  |  |  |  |
|--|---------------|-----------|--------------------|-------|--|--|--|--|
| Reporting Owner Name / Address   | Director      | 10% Owner | Officer            | Other |  |  |  |  |
| PERLMUTTER DAVID<br>INTEL CORPORATION<br>2200 MISSION COLLEGE BLVD.<br>SANTA CLARA, CA 95054 |               |           | EXEC VP; CO-GM IAG |       |  |  |  |  |

# Signatures

/s/ Wendy Yemington, attorney-in-fact

\*\*Signature of 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) Includes 3.319 shares acquired under the Intel Corporation Direct Stock Purchase and Dividend Reinvestment Plan in June, Sept. and Dec. 2009.
- (2) The option vests in four equal annual installments beginning on the first anniversary of the grant date.
- (3) Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.
- (4) Unless earlier forfeited under the terms of the RSU, 100% of the award vests and converts into common stock on the 5th anniversary of the grant date, unless that date falls on a non-business date, in which case the next business date shall apply.
- Each Performance-based Restricted Stock Unit (RSU) represents the right to receive, following vesting, no less than 33% and no more than 200% of one share of Intel common stock, together with dividend equivalent shares on the vested number of shares. The resulting number of shares of Intel common stock acquired upon vesting of the Performance-based RSUs is contingent upon the achievement of pre-established performance metrics, as approved by the Company's Compensation Committee, over a three-year period beginning on the grant date and ending on the third anniversay of
- (5) achievement of pre-established performance metrics, as approved by the Company's Compensation Committee, over a three-year period beginning on the grant date and ending on the third anniversay of the grant date, unless that date falls on a date that the NASDAQ Stock Market is closed, in which case the next business date that the NASDAQ Stock Market is open shall apply.
- (6) Unless earlier forfeited under the terms of the Performance-based RSU, each Performance-based RSU vests and converts into no less than 33% and no more than 200% of one share of Intel common stock three years and one month after the grant date (together with dividend equivalent shares thereon), unless that date falls on a non-business date, in which case the next business date shall apply.

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

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