

(Print or Type Responses)

| | | | | | | | | | | |
|--|---|---|--|---|--|------------|--|--|---|--|
| 1. Name and Address of Reporting Person * HOLT WILLIAM M | | | 2. Issuer Name and Ticker or Trading Symbol INTEL CORP [INTC] | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <div><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner SR VP GM, TECH & MFG GRP</div> | | | |
| (Last) (First) (Middle) INTEL CORPORATION, 2200 MISSION COLLEGE BLVD. | | | 3. Date of Earliest Transaction (Month/Day/Year) 12/22/2010 | | | | | | | |
| (Street) SANTA CLARA, CA 95054 | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 12/22/2010 | | G | V | 720 | D | \$ 0 | 55,525 | D | |
| Common Stock | 12/22/2010 | | G | V | 720 | D | \$ 0 | 54,805 | D | |
| Common Stock | 12/23/2010 | | G | V | 9,570 | D | \$ 0 | 45,235 | D | |
| Common Stock | | | | | | | | 2,456 (1) | I | By Employee Benefit Plan Trust |
| Common Stock | | | | | | | | 13,010 | I | By Trust for Self and Spouse |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | | Date Exercisable | Expiration Date | | | | | | |
| | | | | Code | V | (A) | (D) | | | | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HOLT WILLIAM M | | | SR VP GM, TECH & MFG GRP | |

| | | | | |
|--|--|--|--|--|
| INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054 | | | | |
|--|--|--|--|--|

Signatures

| | |
|--|--|
| <u>/s/ Wendy Yemington, attorney-in-fact</u> <small>**Signature of Reporting Person</small> | <u>12/27/2010</u> <small>Date</small> |
|--|--|

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 0.057 shares acquired via dividend reinvestment in June, September and December 2010.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.