FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

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

(1 Tillt of Type Responses)										
1. Name and Address of Reporting Person * BARSHEFSKY CHARLENE	2. Issuer Name and Ticker or Trading Symbol INTEL CORP [INTC]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner			
WILMER CUTLER PICKERING HA DORR, 1875 PENNSYLVANIA AVEI	3. Date of Earliest Tra 12/23/2010	ansaction (M	Ionth/	Day/Year))	Officer (give title below) Ot	her (specify below	N)		
(Street) WASHINGTON, DC 20006	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) X_Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State)	(Zip)		Table I - N	lon-D	erivative	Securitie	ired, 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. Transact Code (Instr. 8)	ion	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)	Form: Direct (D)	Beneficial Ownership
			Code	V	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock								7,928	D	
Common Stock								8,200	I	By 401(k) Plan
Common Stock								6,800	I	Joint Account with Spouse
Reminder: Report on a separate line for each cla	ass of securities bene	eficially owned direc		,	ons who	respond	to th	e collection of information contains	ed in SEC	1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction	3A. Deemed	4.		5. Number of	f	6. Date Exer	rcisable	7. Title and	Amount of	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	tion	Derivative		and Expiration Date Underlyin		Underlying	nderlying Securities		Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		Securities		(Month/Day	/Year)	(Instr. 3 and	4)	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8))	Acquired (A)	or ((Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Disposed of	(D)						Owned	Security:	(Instr. 4)
	Security					(Instr. 3, 4, a	nd						Following	Direct (D)	
						5)							Reported	or Indirect	
								Date	Expiration	Title	Amount or Number of		Transaction(s) (Instr. 4)	(I) (Instr. 4)	
				Code	V	(A)	(D)	Exercisable	Date		Shares				
Phantom Stock Units	\$ 0 .(1)	12/23/2010		A		1,019.674		(2)	(2).	Common Stock	1,019.674	\$ 20.84	16,466.114 (<u>3</u>)	D	

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
BARSHEFSKY CHARLENE WILMER CUTLER PICKERING HALE & DORR 1875 PENNSYLVANIA AVENUE, NW WASHINGTON, DC 20006	X						

Signatures

/s/ Wendy Yemington, attorney-in-fact	12/27/2010		
**Signature of Reporting Person	Date		

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) Conversion rate is 1-for-1.
- (2) Date Exercisable and Expiration Date are the reporting person's retirement date, which is currently unknown.
- (3) Includes 112.435 shares acquired via dividend reinvestment in 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.