

## FORM 4

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

## OMB APPROVAL

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## 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

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

(Print or Type Responses)

|   |  |  |                                      |   |              |               |  |   |   |
|---|--|--|--------------------------------------|---|--------------|---------------|--|---|---|
| 1. Name and Address of Reporting Person *<br>SODHANI ARVIND                 |  | 2. Issuer Name and Ticker or Trading Symbol<br>INTEL CORP [INTC]                 |                                      | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director _____ 10% Owner _____<br><input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____<br>EXEC. VP; PRES. INTEL CAPITAL |              |               |  |   |   |
| (Last) (First) (Middle)<br>INTEL CORPORATION, 2200 MISSION<br>COLLEGE BLVD. |  | 3. Date of Earliest Transaction (Month/Day/Year)<br>07/25/2011                   |                                      |   |              |               |  |   |   |
| (Street)<br>SANTA CLARA, CA 95054   |  | 4. If Amendment, Date Original Filed(Month/Day/Year)                             |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><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<br>(Instr. 3)  | 2. Transaction<br>Date<br>(Month/Day/Year) | 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<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |  |  | Code                                 | V   | Amount       | (A) or<br>(D) | Price  |   |   |
| Common Stock  | 07/25/2011                                 |  | M                                    |   | 4,032<br>(1) | A             | \$ 0   | 259,724   | D   |
| Common Stock  | 07/25/2011                                 |  | F                                    |   | 1,824<br>(2) | D             | \$ 23.04   | 257,900   | D   |
| Common Stock  |  |  |                                      |   |              |               |  | 36,716 (3)  | I   |
| Common Stock  |  |  |                                      |   |              |               |  | 2,000   | I   |
|   |  |  |                                      |   |              |               |  |   | By<br>Employee<br>Benefit<br>Plan<br>Trust                        |
|   |  |  |                                      |   |              |               |  |   | Held by<br>Mother   |

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. SEC 1474 (9-02)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) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |       | 7. Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4) |                    | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |   |
|   |  |  |   | Code                                 | V  | (A)  | (D)   | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares   |   |  |   |
| Restricted<br>Stock<br>Units                        | \$ 0 (4)   | 07/25/2011                                 |   | M                                    |  |  | 4,032 | 04/24/2011 (5)   | (5)                | Common<br>Stock                                     | 4,032  | \$ 0  | 40,317   | D |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                               |       |
|--|---------------|-----------|-------------------------------|-------|
|  | Director      | 10% Owner | Officer                       | Other |
| SODHANI ARVIND<br>INTEL CORPORATION<br>2200 MISSION COLLEGE BLVD.<br>SANTA CLARA, CA 95054 |               |           | EXEC. VP; PRES. INTEL CAPITAL |       |

# Signatures

|   |            |
|---|------------|
| /s/ Wendy Yemington, attorney-in-fact   | 07/27/2011 |
|  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) Shares acquired on the vesting of restricted stock units.
- (2) Shares withheld for payment of tax liability.
- (3) Includes 0.294 shares acquired via dividend reinvestment in June 2011.
- (4) Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.
- (5) Unless earlier forfeited under the terms of the RSU, 1/12th of the award vests and converts into common stock in twelve substantially equal quarterly tranches, beginning on April 24, 2011. If the quarterly vesting date falls on a non-business date, 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.

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.