FORM 4

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

OMB APPROVAL

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Estimated average burden
hours per response... 0.5

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

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 * Krzanich Brian M			2. Issuer Name and INTEL CORP [I		Tradir	ng Symbol	l	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner			
2200 MISSION COLLEC	irst) GE BLVD., 1	MICODNIA 151	3. Date of Earliest T 04/17/2012	ransaction (Mont	h/Day/Yea	ar)			ther (specify belo	ow)
SANTA CLARA, CA 950	reet))54		4. If Amendment, D	ate Original	Filed	(Month/Day	/Year)		6. Individual or Joint/Group Filing(Chec _X_ Form filed by One Reporting Person Form filed by More than One Reporting Perso	• • • • • • • • • • • • • • • • • • • •	ie)
(City) (St	ate)	(Zip)		Table I - 1	Non-I	Derivative	Securi	ities Acqu	tired, Disposed of, or Beneficially Own	ıed	
(Instr. 3) D		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)	7. Nature of Indirect Beneficial Ownership
				Code	V	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock		04/17/2012		M		5,750 (1)	A	\$ 0	39,889 (2)	D	
Common Stock		04/17/2012		F		2,685 (<u>3</u>)	D	\$ 28.595	37,204	D	
Common Stock									1,691	I	Joint Account with Spouse
Reminder: Report on a separate	line for each o	class of securities be	eneficially owned dir	· .			respo	ond to the	e collection of information contain	ned SEC	C 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. N	umber	6. Date Exercisab	le and	7. Title and	Amount	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transac	tion	of		Expiration Date		of Underlyii	ng	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)		Code				(Month/Day/Year		Securities	_	Security			Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Secu	ırities			(Instr. 3 and	4)	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Acq	uired			·			Owned	Security:	(Instr. 4)
	Security					(A)	or						Following	Direct (D)	
						Disp	osed						Reported	or Indirect	
						of (I	D)						Transaction(s)	(I)	
						(Ins	r. 3, 4,						(Instr. 4)	(Instr. 4)	
						and 5)									
											Amount				
									- · ·		or				
								Date Exercisable	Expiration	Title	Number				
									Date		of				
				Code	V	(A)	(D)				Shares				
Restricted															
		04/17/2012		М			5 750	04/17/2000(5)	(5)	Common	5 750	\$0	0	D	
	\$ 0.	0-7/1//2012		141			5,750	04/17/2009	/.	Stock	3,730	Ψ	U	D	
Stock Units	\$ 0 (4)	04/17/2012		M			5,750	04/17/2009(5)	<u>(5)</u> .		5,750	\$ 0	0	D	

Reporting Owners

Denouting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Krzanich Brian M 2200 MISSION COLLEGE BLVD. M/S RN4-151 SANTA CLARA, CA 95054			Sr VP, COO					

Signatures

/s/ Wendy Yemington, attorney-in-fact

04/18/2012

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) Includes 1,115 shares acquired under the Company's Stock Purchase Plan on February 17, 2012.
- (3) Shares withheld for payment of tax liability.
- (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, 25% of the award vests and converts into common stock on each anniversary of the grant date, 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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