

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

(Print or Type Responses)										
1. Name and Address of Reporting Person * KILROY THOMAS M	2. Issuer Name and INTEL CORP [I		radin	ig Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
INTEL CORPORATION, 2200 MISS COLLEGE BLVD.	3. Date of Earliest Tr 04/24/2012	ransaction (N	Month	n/Day/Yea	ır)		her (specify belo	ow)		
(Street) SANTA CLARA, CA 95054		4. If Amendment, Da	nte Original	Filed	(Month/Day/	Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm 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/Y		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Secur (A) or D (Instr. 3,	isposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership of Form: EDirect (D)	7. Nature of Indirect Beneficial Ownership
			Code	V	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock	04/24/2012		М		3,699 (<u>1</u>)	A	\$ 0	6,835	D	
Common Stock	04/24/2012		F		1,682 (<u>2</u>)	D	\$ 27.42	5,153	D	
Common Stock	04/24/2012		M		3,190 (1)	A	\$ 0	8,343	D	
Common Stock	04/24/2012		F		1,450 (<u>2</u>)	D	\$ 27.42	6,893	D	
Common Stock								57,637	I	By Trust for Self and Spouse

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

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SEC 1474 (9-02)

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

	(e.g., paes, cans, warrants, options, convertible securities)														
1. Title of	2.		3A. Deemed	4.				6. Date Exercisab	le and	7. Title and				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)	any	Code		Deri	vative	(Month/Day/Year	.)	Securities		Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Secu	ırities			(Instr. 3 and	4)	(Instr. 5)	Beneficially	Derivative	Ownership
1` ′	Derivative		` ,	`	_	Aca	uired					` /	Owned	Security:	(Instr. 4)
	Security					(A)								Direct (D)	(Histi. 1)
	Security												•	. ,	
							osed							or Indirect	
						of (I							Transaction(s)	* *	
						(Ins	tr. 3, 4,						(Instr. 4)	(Instr. 4)	
						and	5)								
											Amount				
								D . D . 11	Expiration		or				
								I Date Exercisable	Date	Title	Number				
									Duite		of				
				Code	V	(A)	(D)				Shares				
Restricted										a					
Stock	\$ 0.(3)	04/24/2012		M			3 699	04/24/2011(4)	<u>(4)</u>	Common	3,699	\$ 0	25,895	D	
	\$ 0	04/24/2012		141			3,077	04/24/2011	K=2.	Stock	3,077	Ψ 0	23,673	Ъ	
Units															
Restricted										G.					
Stock	\$ 0 (<u>3</u>)	04/24/2012		M			3 190	04/24/2012(5)	<u>(5)</u>	Common	3,190	\$ 0	35,100	D	
	\$ 0	07/27/2012		141			5,170	04/24/2012	/.	Stock	3,170	Ψ 0	33,100	D	
Units															

Reporting Owners

Depositing Owner Name / Adduses		Relationships					
Reporting Owner Name / Address	Director	Officer	Other				
KILROY THOMAS M			Sr VP, GM Sales & Mktg Grp				

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

Signatures

/s/ Wendy Yemington, attorney-in-fact	04/26/2012		
**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) Shares withheld for payment of tax liability.
- (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, 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.
- (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, 2012. 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.

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