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

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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 Re Krzanich Brian M	eporting Person [*]]	2. Issuer Name and INTEL CORP [II		radin	g Symbol			5. Relationship of Reporting Person(s) (Check all applica Director		
2200 MISSION COLI	(First) LEGE BLVD., 1	1/C DN14 1/1	3. Date of Earliest Tr 04/24/2012	ansaction (N	Month	n/Day/Yea	r)		Officer (give title below)O Sr VP, COO	ther (specify belo	ow)
SANTA CLARA, CA	(Street) 95054	4	4. If Amendment, Da	te 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 Person		e)
(City)	(State)	(Zip)		Table I - N	lon-D	erivative	Securit	ties Acqu	iired, Disposed of, or Beneficially Owr	red	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	Execution Date, if	3. Transact Code (Instr. 8)	tion	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 Form: Direct (D)	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>	А	\$ 0	40,903	D	
Common Stock		04/24/2012		F		1,727 (<u>2)</u>	D	\$ 27.42	39,176	D	
Common Stock		04/24/2012		М		4,198 (<u>1)</u>	А	\$ 0	43,374	D	
Common Stock		04/24/2012		F		1,960 (<u>2</u>)	D	\$ 27.42	41,414	D	
Common Stock									1,691		Joint Account with Spouse

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

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

				(c.g., p	,		,	its, options, conve	i cibie beeui	(incos)		-		-	
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deemed Execution Date, if	4. Transac	tion		umber	6. Date Exercisab Expiration Date		7. Title and of Underlyin		8. Price of Derivative		10. Ownership	11. Nature of Indirect
Security	or Exercise	(Month/Day/Year)		Code			ivative	(Month/Day/Year		Securities	0	Security			Beneficial
(Instr. 3)	Price of	· · · · ·	(Month/Day/Year)	(Instr. 8)	Sec	urities	Ϋ́, Υ	·	(Instr. 3 and	4)	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Acq	uired			`			Owned	Security:	(Instr. 4)
	Security					(A)	or						Following	Direct (D)	
						Dis	oosed						Reported	or Indirect	
						of (D)						Transaction(s)	(I)	
						(Ins	tr. 3, 4,						(Instr. 4)	(Instr. 4)	
						and	5)								
											Amount				
									- · ·		or				
								Date Exercisable	Expiration	Title	Number				
									Date		of				
				Code	V	(A)	(D)				Shares				
Restricted										Common					
Stock	<u>\$ 0 (3)</u>	04/24/2012		Μ			3,699	04/24/2011(4)	<u>(4)</u>	Common	3,699	\$ 0	25,895	D	
Units							-			Stock	-				
Restricted															
Stock	\$ 0 <u>(3)</u>	04/24/2012		М			1 108	04/24/2012(5)	<u>(5)</u>	Common	4,198	\$ 0	46,182	D	
Units	\$U(2)	04/24/2012		IVI			4,198	04/24/2012	<u>(2)</u> .	Stock	4,190	\$0	40,162	D	
Units															

Reporting Owners

Benesting Owner Name / Address		Relation	onships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Krzanich Brian M 2200 MISSION COLLEGE BLVD.			Sr VP, COO	

M/S RN4-151 SANTA CLARA, CA 95054		

Signatures

/s/ Wendy Yemington, attorney-in-fact

**Signature of Reporting Person

04/26/2012 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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