

(Print or Type Responses)

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment continue. See

Company Act of 1940

1. Name and Address of Reporting Person – POTTRUCK DAVID S				2. Issuer Name and Ticker or Trading Symbol INTEL CORP [INTC]							Relationship of Reporting Person(s) to Issuer     (Check all applicable)     X Director     10% Owner							
(Last) (First) (Middle) RED EAGLE VENTURES, INC., 201 SPEAR STREET, SUITE 1150				3. Date of Earliest Transaction (Month/Day/Year) 07/26/2012									Officer (give	title below)		er (specify below	v)	
(Street) SAN FRANCISCO, CA 94105				4. If Amendment, Date Original Filed(Month/Day/Year)								6. Individual or Joint/Group Filing(Check Applicable Line)  Form filed by One Reporting Person  Form filed by More than One Reporting Person						
(City) (State) (Zip)				Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially									ficially Owned	l				
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, i any (Month/Day/Year		te, if (	(Instr. 8)		ion	4. Securities Acquir (A) or Disposed of (Instr. 3, 4 and 5)				d Followin ection(s)	0 1		6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Cod	le .	V	Amount		Price					(Instr. 4)	
Common Stock													52,44	19			D	D
Common Stock													8,400			I	Annuity Trust (1) for Brother	
Common Stock													5,000	)			I	By Annuity Trust (2) for Brother
Common Stock													800				I	By Daughter
Reminder: Repor	t on a separat	e line for each class		- Derivati	ive S	ecuritio	es Acq	tl c	Perso his fo curre ed, Dis	orm are ntly vali	not requi d OMB co f, or Benef	ired to ontrol icially	respo numb	ond unle er.		on contained m displays a		1474 (9-02)
1. Title of	2.	3. Transaction	3A. Deemed	4.	ts, ca	5. Nu		s, options, convertible securities)  6. Date Exercisable and 7. Title				ttle and Amount 8. Price of 9. Number of			9. Number of	10.	11. Nature	
Derivative Conversion Date		Date	Execution Date,	e, if Transaction Code (ear) (Instr. 8)		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Expiration Date (Month/Day/Year)			of Un Secu	of Underlying Securities (Instr. 3 and 4)		Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form of Derivative Security: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)		te Exe	rcisable	Expiration Date	Title		Amount or Number of Shares				
Restricted Stock Units	\$ 0 .(1)	07/26/2012		A		4,300	)	07/	/26/2	013.(2).	<u>(2)</u> .		nmon	4,300	\$ 0	4,300	D	
Performance- based Restricted Stock Units	\$ 0 (3)	07/26/2012		A		3,023	3	07/	/26/2	015(4)	(4)	Con	nmon	3,023 ( <u>3</u> )	\$ 0	3,023	D	

## **Reporting Owners**

Denouting Owner Name / Adduss	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
POTTRUCK DAVID S RED EAGLE VENTURES, INC.	X					

201 SPEAR STREET, SUITE 1150 SAN FRANCISCO, CA 94105		
Signatures		
/s/ Wendy Yemington, attorney-in-fact	07/30/2012	

## **Explanation of Responses:**

Signature of Reporting Person

- \* 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) Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.
- (2) Unless earlier forfeited under the terms of the RSU, 33 1/3% 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.
- Each Performance-based Restricted Stock Unit (RSU) represents the right to receive, following vesting, no less than 50% and no more than 200% of one share of Intel common stock, together with dividend equivalent shares on the vested number of shares. The resulting number of shares of Intel common stock acquired upon vesting of the Performance-based RSUs is contingent upon the achievement of pre-established performance metrics, as approved by the Company's Compensation Committee, over a three-year period beginning January 24, 2012 and ending on January 24, 2015, unless that date falls on a date that the NASDAQ Stock Market is closed, in which case the next business date that the NASDAQ Stock Market is open shall apply.
- Unless earlier forfeited under the terms of the Performance-based RSU, each Performance-based RSU vests and converts into no less than 50% and no more than 200% of one share of Intel common stock three years after the grant date (together with dividend equivalent shares thereon), 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.

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.