# FORM 4

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

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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

(Print or Type Res	sponses)															
1. Name and Address of Reporting Person *- Yeary Frank D				2. Issuer Name and Ticker or Trading Symbol INTEL CORP [INTC]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner					
C/O INTEL CORP, 2200 MISSION COLLEGE BLVD., RN4-151			LLECE 1	3. Date of Earliest Transaction (Month/Day/Year) 07/26/2012							Officer (give	title below)	Other	(specify below	)	
(Street) SANTA CLARA, CA 95054			4.	4. If Amendment, Date Original Filed(Month/Day/Year)						_X_ Fo	6. Individual or Joint/Group Filing(Check Applicable Line)  _X_Form filed by One Reporting Person _Form filed by More than One Reporting Person					
(City) (State) (Zip)						7	<b>Table</b>	I - Non-Der	ivative	Securities	s Acquired,	Disposed	of, or Bene	ficially Owned		
1.Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		te, if C	. Tran: Code Instr. 8	(1	4. Securities Acqui (A) or Disposed of (Instr. 3, 4 and 5)				Securities Beneficially ing Reported		6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership
							Code	e V A	mount	(A) or (D)	Price	2			(I) (Instr. 4)	(Instr. 4)
Common Stoo	ck										36,3	15			D	
1. Title of Derivative Security (Instr. 3)	ivative Conversion of Expiration Date or Exercise (Month/Day/Year) Execution Date, if Transaction of Code Derivative (Month/Day/Year)		, or Benefi ble securit e and	ties)  7. Title and Amount of Underlying Derivati Securities  8. Price Derivati Security		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownershij (Instr. 4)							
						and 5)	J, .,							(111511. 1)	(111541. 1)	1
				Code	v	(A)	(D)	Date Exerci	sable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	\$ 0 (1)	07/26/2012		Code	V			Date Exerci 07/26/201	sable 1		Title  Common Stock	or Number of	\$ 0	4,300	D	

### **Reporting Owners**

Parada - Orman Nama / Adduss	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Yeary Frank D C/O INTEL CORP 2200 MISSION COLLEGE BLVD., RN4-151 SANTA CLARA, CA 95054	X						

#### **Signatures**

/s/ Wendy Yemington, attorney-in-fact	07/30/2012			
**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) 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.
- (4) 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.