# 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

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 *- BARSHEFSKY CHARLENE			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			
WILMER CUTLER PICKERING HALE & DORR, 1875 PENNSYLVANIA AVENUE, NW			3. Date of Earliest Transaction (Month/Day/Year) 12/28/2012							her (specify below	w)	
(Street) WASHINGTON, DC 20006			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 Owned									
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	(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)	Beneficial Ownership	
				Code	V	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)	
Common Stock									35,952	D		
Common Stock									8,200	I	By 401(k) Plan	
Common Stock									6,800	I	Joint Account with Spouse	
Reminder: Report on a sep-	arate line for each cla	ass of securities ben	eficially owned direc		-	ons who	respond	to th	e collection of information containe	ed in SEC	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. Number of	f	6. Date Exe	rcisable	7. Title and	Amount of	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	tion	Derivative		and Expiration Date		Underlying Securities		Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		Securities		(Month/Day	/Year)	(Instr. 3 and	4)	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	)	Acquired (A	or (					(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Disposed of	(D)						Owned	Security:	(Instr. 4)
	Security					(Instr. 3, 4, a	nd						Following	Direct (D)	
						5)							Reported	or Indirect	
								Date	Expiration	Titla	Amount or Number of		Transaction(s) (Instr. 4)	(I) (Instr. 4)	
				Code	V	(A)	(D)	Exercisable	Date		Shares				
Phantom Stock Units	\$ 0 .(1)	12/28/2012		A		1,173.999		(2)	<u>(2)</u> .	Common Stock	1,173.999 ( <u>3</u> )	\$ 20.23	25,510.579	D	

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
BARSHEFSKY CHARLENE WILMER CUTLER PICKERING HALE & DORR 1875 PENNSYLVANIA AVENUE, NW WASHINGTON, DC 20006	X						

### **Signatures**

/s/ Wendy Yemington, attorney-in-fact	01/02/2013		
**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) Conversion rate is 1-for-1.
- (2) Date Exercisable and Expiration Date are the reporting person's retirement date, which is currently unknown.
- (3) Includes 277.041 shares acquired via dividend reinvestment in December 2012.

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.