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# 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 continue. See

#### 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

(Fillit of Type Responses)											
1. Name and Address of Reporting Person *- YOFFIE DAVID B		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			
(Last) (First) HARVARD BUSINESS SCHOOL, MC HALL 215, SOLDIERS FIELD PARK	ORGAN 0	3. Date of Earliest Transaction (Month/Day/Year) 07/22/2013							er (specify below	v)	
BOSTON, MA 02163	4	4. If Amendment, Date 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/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)	Ownership Form: Benefic Direct (D) Owners	Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)	
Common Stock	07/22/2013		M		6,667 (1).	A	\$ 0	35,546	D		
Common Stock 07/22/2013			M		1,577 (1)	A	\$ 0	37,123	D		
Common Stock 07/22/2013			M		1,485 (1).	A	\$ 0	38,608	D		
Common Stock 07/22/2013			M		3,776 ( <u>1</u> ).	A	\$ 0	42,384	D		
Common Stock								164,176	I	Joint account with 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)

				0 / 1											
1. Title of Derivative Security (Instr. 3)	Conversion	3. Transaction Date (Month/Day/Year)	Execution Date, if	4. Transact Code	tion	of Deri Secu Acq (A) Disp of (I	oosed O) tr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		of Underlying Securities (Instr. 3 and 4)		Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	Beneficial
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	\$ 0 .(2)	07/22/2013		M			6,667	07/22/2011(3).	<u>(3)</u>	Common Stock	6,667	\$ 0	0	D	
Restricted Stock Units	\$ 0 .(2).	07/22/2013		M			1,577	07/22/2011(3).	<u>(3)</u>	Common Stock	1,577	\$ 0	0	D	
Restricted Stock Units	\$ 0 .(2).	07/22/2013		M			1,485	07/22/2012(3)	(3)	Common Stock	1,485	\$ 0	1,485	D	
Performance- based Restricted Stock Units	\$ 0 (4)	07/22/2013		M			3,080	07/22/2013(5).	<u>(5)</u> .	Common Stock	3,080 (4) (6)	\$ 0	0	D	

## **Reporting Owners**

Reporting Owner Name / Address	Relationsh	ips	

	Director	10% Owner	Officer	Other
YOFFIE DAVID B HARVARD BUSINESS SCHOOL MORGAN HALL 215, SOLDIERS FIELD PARK RD BOSTON, MA 02163	X			

### **Signatures**

/s/ Wendy Yemington, attorney-in-fact	07/24/2013		
**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) Shares acquired on the vesting of restricted stock units.
- (2) Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.
- (3) 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 33% 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 on January 22, 2013, 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.
- (5) Unless earlier forfeited under the terms of the Performance-based RSU, each Performance-based RSU vests and converts into no less than 33% 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.
  - Due to a limitation in the filing software, the total number of shares of Common Stock received was 3,776, as reported above in Table I. The conversion rate of the Performance-based Restricted
- (6) Stock was 110.059%. Upon conversion of the RSUs, the Reporting Person received an additional 309 shares of Common Stock. Upon conversion of \$8,192.57 in dividend equivalents, the Reporting person received an additional 387 shares of Common Stock.

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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