

FORM 4

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

☐ Check this box if no
longer subject to Section
16. Form 4 or Form 5
obligations may
continue. See Instruction
1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Smith Stacy J			2. Issuer Name and Ticker or Trading Symbol INTEL CORP [INTC]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ Exec VP and CFO					
(Last) (First) (Middle) INTEL CORPORATION, 2200 MISSION COLLEGE BLVD.			3. Date of Earliest Transaction (Month/Day/Year) 07/17/2014								
(Street) SANTA CLARA, CA 95054			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)	3. Transaction Code (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) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price				
Common Stock	07/17/2014		M		45,000	A	\$ 19.63	231,320	D		
Common Stock	07/17/2014		M		58,750	A	\$ 22.11	290,070	D		
Common Stock	07/17/2014		M		45,000	A	\$ 12.985	335,070	D		
Common Stock	07/17/2014		M		61,470	A	\$ 15.665	396,540	D		
Common Stock	07/17/2014		M		66,655	A	\$ 20.3	463,195	D		
Common Stock	07/17/2014		M		155,332	A	\$ 21.085	618,527	D		
Common Stock	07/17/2014		M		101,580	A	\$ 26.795	720,107	D		
Common Stock	07/17/2014		M		80,645	A	\$ 21.055	800,752	D		
Common Stock	07/17/2014		S		614,432	D	\$ 33.9165 (1)	186,320	D		

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

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this form are not required to respond unless the form displays a
currently valid OMB control number. SEC 1474 (9-02)Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		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 Ownership (Instr. 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$ 19.63	07/17/2014		M			45,000	01/17/2013	01/17/2018	Common Stock	45,000	\$ 0	0	D	
Employee Stock Option (Right to Buy)	\$ 22.11	07/17/2014		M			58,750	04/17/2009(2)	04/17/2015	Common Stock	58,750	\$ 0	0	D	
Employee Stock Option (Right to Buy)	\$ 12.985	07/17/2014		M			45,000	01/23/2014	01/23/2019	Common Stock	45,000	\$ 0	0	D	
Employee Stock Option	\$ 15.665	07/17/2014		M			61,470	04/16/2010(2)	04/16/2016	Common Stock	61,470	\$ 0	0	D	

(Right to Buy)															
Employee Stock Option (Right to Buy)	\$ 20.3	07/17/2014		M			66,655	01/22/2011 ⁽²⁾	01/22/2017	Common Stock	66,655	\$ 0	0	D	
Employee Stock Option (Right to Buy)	\$ 21.085	07/17/2014		M			155,332	01/24/2012 ⁽²⁾	01/24/2018	Common Stock	155,332	\$ 0	51,778	D	
Employee Stock Option (Right to Buy)	\$ 26.795	07/17/2014		M			101,580	01/24/2013 ⁽³⁾	01/24/2019	Common Stock	101,580	\$ 0	101,580	D	
Employee Stock Option (Right to Buy)	\$ 21.055	07/17/2014		M			80,645	01/24/2014 ⁽³⁾	01/24/2020	Common Stock	80,645	\$ 0	241,935	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Smith Stacy J INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054			Exec VP and CFO	

Signatures

/s/ Wendy Yemington, attorney-in-fact	07/21/2014
^{**} 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) This transaction was executed in multiple trades at prices ranging from \$33.67 to \$34.08. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (2) The option vests in four equal annual installments beginning on the first anniversary of the grant date, unless that date falls on a non-business date, in which case the next business date shall apply.
- (3) The option vests in four equal annual installments beginning on the first anniversary of the grant date, 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.

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