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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response.. 0.5

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

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 Company Act of 1940

2. Issuer Name and Ticker or Trading Symbol INTEL CORP [INTC] (Check all ap Director NRATION, 2200 MISSION 3. Date of Earliest Transaction (Month/Day/Year) 01/22/2015 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (State) (Zip) 7. Relationship of Reporting Person (Check all ap Director -X_Officer (give title below) -X_Form filed by One Reporting Person -Y_Form filed by One Reporting Person -Y_Form filed by More than One Reporti	olicable) 10% Owner Other (specify belownt Check Applicable Line)											
(Street) A 95054 3. Date of Earliest Transaction (Month/Day/Year) 01/22/2015 3. Date of Earliest Transaction (Month/Day/Year) 01/22/2015 4. If Amendment, Date Original Filed(Month/Day/Year) A 95054 6. Individual or Joint/Group Filing(Other (specify belownt Check Applicable Line)											
A 95054 This individual of John Person Form filed by One Reporting Person Form filed by More than One Reporting P	erson											
A 95054 This individual of John Person Form filed by One Reporting Person Form filed by More than One Reporting P	erson											
	wned											
		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
2. Transaction Date Execution Date, if (Month/Day/Year) 2. Transaction Execution Date, if (Month/Day/Year) 3. Transaction Code or Disposed of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 3 and 4)	Ownership Form:	7. Nature of Indirect Beneficial Ownership										
Code V Amount (D) Price		(Instr. 4)										
01/22/2015 M 9,250 A \$ 0 17,062	D											
01/22/2015 F 4,713 D \$36.57 12,349	D											
01/22/2015 M 65,000 A \$ 20.3 77,349	D											
01/22/2015 S 65,000 D \$ 36.6482 12,349	D											
Date (Month/Day/Year) Execution Date, if (Month/Day/Year) Code (Instr. 8) Or Disposed of (D) (Instr. 3, 4 and 5) Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4) D D	of In Ben Ow										

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

SEC 1474 (9-02)

currently valid OMB control number.

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)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code	tion	5. Number of Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		of Underlying Securities		Derivative Security (Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form of Derivative Security: Direct (D) or Indirect (I)	Beneficial
				Code	v	(A)	(D)		Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
Restricted Stock Units	\$ 0 .(<u>5</u>).	01/22/2015		M			9,250	01/22/2015.(6).	<u>(6)</u>	Common Stock	9,250	\$ 0	0	D	
Employee Stock Option (Right to Buy)	\$ 20.3	01/22/2015		М			65,000	01/22/2015	01/22/2020	Common Stock	65,000	\$ 0	0	D	

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
James Renee Jo C/O INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054			President				

Signatures

/s/ Wendy Yemington, attorney-in-fact	01/26/2015
**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) Shares withheld for payment of tax liability.
- (3) Transactions reported on this Form 4 were made pursuant to trading instructions adopted by the undersigned on January 31, 2014 that are intended to comply with Rule 10b5-1(c).
- This transaction was executed in multiple trades at prices ranging from \$36.16 to \$36.90. 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.
- (5) Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.
- Unless earlier forfeited under the terms of the RSU, 100% of the awards vest and convert into common stock on the 5th 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.

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.