

(Print or Type Responses)

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

OMB APPROVAL

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

5. Relationship of Reporting Person(s) to Issuer

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

1. Name and Address of Reporting Person \*

#### 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

2. Issuer Name and Ticker or Trading Symbol

BHUSRI ANI	1	INTEL CORP [INTC]						ΧГ	Director	(Cliec	10% C				
(C/O INTEL CORPORATION, 2200 MISSION COLLEGE BLVD. RN4-151				3. Date of Earliest Transaction (Month/Day/Year) 02/01/2017							Officer (give t	itle below)		(specify below)	
(Street) SANTA CLARA, CA 95054				4. If Amendment, Date Original Filed(Month/Day/Year)						_X_ For	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											
(Instr. 3) Date			2. Transaction Date (Month/Day/Year)	2A. Dee Execution any (Month)	ate, if Code (Instr. 8)		(A) or Di (Instr. 3,	4. Securities Acquires (A) or Disposed of (E) (Instr. 3, 4 and 5)  (A) or (D) P				1	Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report	t on a separate	e line for each class		- Deriva	tive S	Securiti	es Ac	Persons who this form are recurrently valid	not required OMB cor	ed to respon ntrol number ially Owned	nd unles er.			n SEC I	474 (9-02)
1 Tid C	2.	2 Tti	24 D		uts, c			ts, options, convertib		1	A4	8. Price of	9. Number of	10.	11 N-t
1. Title of Derivative Security (Instr. 3)	Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Expiration Date (Month/Day/Year)		of Underlying		Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance- based Restricted Stock Units	\$ 0 .(1).	02/01/2017		A		2,852		03/01/2020(2)(3).	(2)(3).	Common Stock	2,852	\$ 0	2,852	D	
Restricted Stock Units	\$ 0 .(4).	02/01/2017		A		2,980		02/01/2018(2)(5).	(2)(5)	Common Stock	2,980	\$ 0	2,980	D	
Restricted Stock Units	\$ 0 .(4).	02/01/2017		A		2,438		02/01/2018(2)(5).	<u>(2)(5)</u>	Common Stock	2,438	\$ 0	2,438	D	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
BHUSRI ANEEL C/O INTEL CORPORATION 2200 MISSION COLLEGE BLVD. RN4-151 SANTA CLARA, CA 95054	X						

## **Signatures**

/s/ Brian Petirs, attorney-in-fact	02/03/2017		
**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).
  - Each performance-based Restricted Stock Unit (RSU) represents the right to receive, following vesting, up to 200% of one share of Intel common stock. The 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 performance period beginning on the grant date and ending on the third anniversary of the grant date, 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.
- (2) The reporting person elected to defer settlement of his/her grant of restricted stock units until the termination of his/her service to the Intel Corporation Board of Directors.
- Unless earlier forfeited under the terms of the performance-based RSU, each performance-based RSU vests and converts into no more than 200% of one share of Intel common stock three years and one month after the grant date, unless that date falls on a non-business date, in which case the next business date shall apply.
- (4) Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.
- (5) Unless earlier forfeited under the terms of the RSU, 33 1/3% of the awards vest and convert 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.

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.