FORM 4

(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

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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

COINTEL CORPORATION, 2200 MISSION COLLEGE BLVD. A If Amendment, Date Original Filed(Month/Day/Year) Conversion Conv	Name and Address of Reporting Person * Smith Stacy J				2. Issuer Name and Ticker or Trading Symbol INTEL CORP [INTC]							5. Re	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
SANTA CLARA, CA 95054 City (State) (Zip) Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Date (Month/Day/Year) (Instr. 4) 2. Transaction Date (Month/Day/Year) Date (Securities beneficially owned directly or indirectly) Table 1 - Derivative Securities Acquired (Instr. 3, 4 and 5) Code V Amount (D) Price Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. Table 11 - Derivative Securities Acquired (Instr. 3) Table 11 - Derivative Securities Acquired (Instr. 3) Table 11 - Derivative Securities Acquired (Instr. 4) Table 11 - Derivative Securities Acquired (Instr. 5) Table 11 - Derivative Securities Acquired (Instr. 4) Table 11 - Derivative Securities Acquired (Instr. 4) Table 11 - Derivative Securities Acquired (Instr. 3) Table 11 - Derivative Securities (Instr. 4) Table 11 - Derivative Securities (Instr. 3) Table 11 - Derivative Securities (Instr. 4) Table 11 - Derivative	C/O INTEL CORPORATION, 2200 MISSION				` ,							_X_	X_ Officer (give title below) Other (specify below)				
City	(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)							_X_ F	_X_Form filed by One Reporting Person				
Date (Month/Day/Year) Date (Month/Day/Year) Execution Date, if (Instr. 3) Amount (Instr. 3) Date (Month/Day/Year) (Instr. 4) Date (Month/Day/Year) (Instr. 4) Date (Month/Day/Year) (Instr. 4) Date (Month/Day/Year) (Instr. 4) Date (Month/Day/Year) Date (Month/Day/Year	,			(Zip)													
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 currently valid OMB control number. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Title of Operivative (e.g., puts, calls, warrants, options, convertible securities) Title of Operivative (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Title of Operivative (Month/Day/Year) (Instr. 3) Price of Operivative (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (Instr. 3) Operivative (Instr. 3) Operivative (Instr. 4) Ownership Owned (Instr. 4) Ownership Or Indirect (D) or	(Instr. 3) Date			Date	Execution Date, is any		Date, if C	ode		(A) or D		(D) Owne	Owned Following Reported Transaction(s) (Instr. 3 and 4)		Ownership of Form:	of Indirect Beneficial	
Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. Table II - Derivative C.g., puts, calls, warrants, options, convertible securities							Code	· V	Amount		Price				(I)	Instr. 4)	
1. Title of Derivative Security (Instr. 3) Price of Derivative Security Security Price of Derivative Security Security Price of Derivative Security Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Security Security Securities Security Security Security Security Security Security Security Se	Reminder: Report	t on a separat	e line for each class		I - Deriva	tive	Securitie	es Acq	Perso this fo curre uired, Dis	orm are ntly vali	not required OMB con	ed to respontrol numb	ond unless er.			SEC 1	1474 (9-02)
Code V (A) (D) Date Exercisable Expiration Date Title Or Number of Shares Performance-	Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution Date, if any	4. Transaction Code (Instr. 8)		5. Numb Derivativ Securitie Acquired or Dispo (D) (Instr. 3,	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,		6. Date Exercisable and Expiration Date		7. Title and of Underlyi Securities	Derivati Security	Derivative Security	Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
hoood Common					Code	V	(A)	(D)	Date Ex	ercisable		Title	or Number		(Instr. 4)	(Instr. 4)	
Restricted Stock Units \$0 (1) 02/01/2017 A 114,049 03/01/2020(2) (2) Collinion Stock 114,049 D	based Restricted	\$ 0 (1).	02/01/2017		A		114,04	9	03/01/2	2020 ⁽²⁾	(2).	Common Stock	114,049	\$ 0	114,049	D	
Restricted Stock Units \$ 0 (2) 02/01/2017 A 29,791 05/01/2017(4) (4) Common Stock 29,791 \$ 0 29,791 D		\$ 0 (3)	02/01/2017		A		29,791		05/01/2	2017 ^(<u>4</u>)	(4).		29,791	\$ 0	29,791	D	

Reporting Owners

Donouting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Smith Stacy J C/O INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054			EVP Mfg, Ops & Sales				

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) 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.
- (3) Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.
- (4) Unless earlier forfeited under the terms of the RSU, 1/12th of the awards vest and convert into common stock in twelve substantially equal quarterly tranches, beginning on May 1, 2017. If the quarterly vesting date falls on a non-business date, 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.