

# FORM 4

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

OMB APPROVAL

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 hours per response... 0.5

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

**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

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>SODHANI ARVIND</b> <small>(Last) (First) (Middle)</small> INTEL CORPORATION, 2200 MISSION COLLEGE BLVD. <small>(Street)</small> SANTA CLARA, CA 95054 <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol <b>INTEL CORP [INTC]</b> 3. Date of Earliest Transaction (Month/Day/Year) <b>01/31/2014</b> 4. If Amendment, Date Original Filed(Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>EXEC. VP; PRES. INTEL CAPITAL</b> 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
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**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	01/31/2014		M		235,000	A	\$ 22.11	335,000	D	
Common Stock	01/31/2014		M		33,328	A	\$ 20.3	368,328	D	
Common Stock	01/31/2014		M		43,147	A	\$ 21.085	411,475	D	
Common Stock	01/31/2014		M		67,205	A	\$ 21.055	478,680	D	
Common Stock	01/31/2014		S		235,000	D	\$ 24.55	243,680	D	
Common Stock	01/31/2014		S		143,680	D	\$ 24.5	100,000	D	
Common Stock								40,346	I	By Employee Benefit Plan Trust

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. 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)	\$ 22.11	01/31/2014		M		235,000		04/17/2009 <sup>(1)</sup>	04/17/2015	Common Stock	235,000	\$ 0	0	D	
Employee Stock Option (Right to Buy)	\$ 20.3	01/31/2014		M		33,328		01/22/2011 <sup>(1)</sup>	01/22/2017	Common Stock	33,328	\$ 0	0	D	
Employee Stock Option (Right to Buy)	\$ 21.085	01/31/2014		M		43,147		01/24/2012 <sup>(1)</sup>	01/24/2018	Common Stock	43,147	\$ 0	43,148	D	
Employee	\$ 21.055	01/31/2014		M		67,205			01/24/2020	Common	67,205	\$ 0	201,615	D	

Stock Option (Right to Buy)								01/24/2014 <sup>(1)</sup>		Stock					
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SODHANI ARVIND INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054			EXEC. VP; PRES. INTEL CAPITAL	

## Signatures

<u>/s/ Wendy Yemington, attorney-in-fact</u> <small>**Signature of Reporting Person</small>	<u>02/03/2014</u> <small>Date</small>
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## 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) The option vests in four equal annual installments beginning on the first anniversary of the grant date.

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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