# FORM 4

# 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 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)										
Name and Address of Reporting Person   Melamed Arthur Douglas	2. Issuer Name <b>and</b> INTEL CORP [II		rading	g Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
2200 MISSION COLLEGE BLVD.		3. Date of Earliest Transaction (Month/Day/Year) 04/24/2014						X_ Officer (give title below) Other (specify below) Sr VP, General Counsel		
(Street) SANTA CLARA, CA 95054	4	4. If Amendment, Da	te Original l	Filed(I	Month/Day/Y	'ear)		6. Individual or Joint/Group Filing(Check _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person	**	e)
(City) (State)	(Zip)		Table I - N	on-D	erivative	Securiti	es Acqı	uired, Disposed of, or Beneficially Own	ed	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)  2A. Deemed Execution Date, if (Month/Day/Year)  2A. Deemed Execution Date, if (Code (Instr. 8)  (Instr. 3, 4 and 5)		of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
			Code	V	Amount	(A) or (D)	Price		(I) (Instr. 4)	
Common Stock	04/24/2014		M		3,191 (1)	A	\$ 0	144,824	D	
Common Stock	04/24/2014		F		1,666 ( <u>2</u> )	D	\$ 26.8	143,158	D	
Common Stock	04/24/2014		M		4,061 (1)	A	\$ 0	147,219	D	
Common Stock	04/24/2014		F		2,120 ( <u>2</u> )	D	\$ 26.8	145,099	D	

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Security	2. Conversion or Exercise Price of Derivative Security		,	Code		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		of Underlying Securities		Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported Transaction(s)	Derivative Security: Direct (D) or Indirect	Beneficial
				Code	v	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	\$ 0 (3)	04/24/2014		M			3,191 ( <u>1)</u>	04/24/2012(4)	<u>(4)</u>	Common Stock	3,191	\$ 0	9,573	D	
Restricted Stock Units	\$ 0 (3)	04/24/2014		M			4,061 ( <u>1)</u>	04/24/2013(5)	<u>(5)</u> .	Common Stock	4,061	\$ 0	28,426	D	

## **Reporting Owners**

Depositing Owney Name / Adduces	Relationships							
Reporting Owner Name / Address	Director	Director 10% Owner Officer		Other				
Melamed Arthur Douglas 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054			Sr VP, General Counsel					

#### **Signatures**

/s/ Wendy Yemington, attorney-in-fact	04/28/2014
**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) Shares acquired on the vesting of restricted stock units.
- (2) Shares withheld for payment of tax liability.
- (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 award vests and converts into common stock in twelve substantially equal quarterly tranches, beginning on April 24, 2012. If the quarterly vesting date falls on a non-business date, the next business date shall apply.
- (5) Unless earlier forfeited under the terms of the RSU, 1/12th of the award vests and converts into common stock in twelve substantially equal quarterly tranches, beginning on April 24, 2013. 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.

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