

(Print or Type Responses)

|   |   |   |  |   |  |  |       |  |   |  |  |
|---|---|---|--|---|--|--|-------|--|---|--|--|
| 1. Name and Address of Reporting Person *<br>YOFFIE DAVID B                             |   |   | 2. Issuer Name and Ticker or Trading Symbol<br>INTEL CORP [INTC]                 |   |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director<br>____ Officer (give title below) <input type="checkbox"/> 10% Owner<br>____ Other (specify below) |       |  |   |  |  |
| (Last) (First) (Middle)<br>C/O HARVARD BUSINESS SCHOOL, MORGAN HALL 225, SOLDIERS FIELD |   |   | 3. Date of Earliest Transaction (Month/Day/Year)<br>02/23/2018                   |   |  |  |       |  |   |  |  |
| (Street)<br>BOSTON, MA 02163  |   |   | 4. If Amendment, Date Original Filed(Month/Day/Year)                             |   |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>____ Form filed by More than One Reporting Person                                      |       |  |   |  |  |
| (City) (State) (Zip)  |   |   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |   |  |  |       |  |   |  |  |
| 1.Title of Security<br>(Instr. 3)   | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year) | 3. Transaction Code<br>(Instr. 8)  |   | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |  |       | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |  |
|   |   |   | Code   | V | Amount   | (A) or (D)   | Price |  |   |  |  |
| Common Stock  | 02/23/2018                              |   | M  |   | 2,705 (1)  | A  | \$ 0  | 55,928   | D   |  |  |
| Common Stock  |   |   |  |   |  |  |       | 129,114  | I   | Joint account with spouse                                |  |

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

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| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned<br>(e.g., puts, calls, warrants, options, convertible securities) |  |   |   |                                   |  |  |   |                 |  |                            |   |   |   |   |
|---|--|---|---|-----------------------------------|--|--|---|-----------------|--|----------------------------|---|---|---|---|
| 1. Title of Derivative Security<br>(Instr. 3)   | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) |  | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities<br>(Instr. 3 and 4) |                            | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 4) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|   |  |   |   |                                   |  |  | Date Exercisable  | Expiration Date | Title  | Amount or Number of Shares |   |   |   |   |
| Performance-based Restricted Stock Units  | \$ 0 (2)   | 02/23/2018                              |   | M                                 |  |  | 2,220   | 02/23/2018(3)   | (3)  | Common Stock               | 2,220 (4)                                     | \$ 0  | 0   | D   |

Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| YOFFIE DAVID B<br>C/O HARVARD BUSINESS SCHOOL<br>MORGAN HALL 225, SOLDIERS FIELD<br>BOSTON, MA 02163 | X             |           |         |       |

Signatures

/s/ Brian Petirs, attorney-in-fact  

Signature of Reporting Person

02/27/2018  

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.  
Each performance-based Restricted Stock Unit (RSU) represents the right to receive, following vesting, up to 200% of one share of Intel common stock, together with dividend equivalent shares on the vested number of shares. The resulting number of shares of Intel common stock acquired upon vesting of the performance-based RSUs is contingent upon the achievement of pre-
- (2) 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.
- (3) 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 (together with dividend equivalent shares thereon), unless that date falls on a non-business date, in which case the next business date shall apply.  
Due to a limitation in the filing software, the total number of shares of Common Stock received was 2,705 as reported above in Table I. The conversion rate of the Performance-based Restricted
- (4) Stock was 113.5%. Upon conversion of the RSUs, the Reporting Person received 2,520 shares of Common Stock. Upon conversion of \$8,511.30 in dividend equivalents, the Reporting person received an additional 185 shares of Common Stock.

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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