

INTEL CORP  
Form 4  
January 28, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HOLT WILLIAM M**

(Last) (First) (Middle)

**INTEL CORPORATION, 2200 MISSION COLLEGE BLVD.**

(Street)

**SANTA CLARA, CA 95054**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**INTEL CORP [INTC]**

3. Date of Earliest Transaction (Month/Day/Year)  
**01/24/2014**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Exec VP GM, Tech & Mfg Grp**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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	01/24/2014		M		3,700 (1)	A	\$ 0 31,593	D
Common Stock	01/24/2014		F		1,886 (2)	D	\$ 24.9905 29,707	D
Common Stock	01/24/2014		M		37,320 (1)	A	\$ 0 67,027	D
Common Stock	01/24/2014		F		19,015 (2)	D	\$ 24.9905 48,012	D
Common Stock	01/24/2014		M		3,191 (1)	A	\$ 0 51,203	D

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Common Stock	01/24/2014	F	<u>1,626</u> (2)	D	\$ 24.9905	49,577	D	
Common Stock	01/24/2014	M	<u>4,452</u> (1)	A	\$ 0	54,029	D	
Common Stock	01/24/2014	F	<u>2,269</u> (2)	D	\$ 24.9905	51,760	D	
Common Stock	01/24/2014	S	<u>4,568</u> (3)	D	\$ 24.9885 (4)	47,192	D	
Common Stock	01/27/2014	S	<u>23,867</u> (3)	D	\$ 24.8192 (5)	23,325	D	
Common Stock						2,741	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)	Amount or Number of Share	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Restricted Stock Units	\$ 0 <sup>(6)</sup>	01/24/2014		M	3,700	04/24/2011 <sup>(7)</sup>	<sup>(7)</sup>	Common Stock	3,700
Restricted Stock Units	\$ 0 <sup>(6)</sup>	01/24/2014		M	37,320	01/24/2014 <sup>(8)</sup>	<sup>(8)</sup>	Common Stock	37,320
Restricted Stock Units	\$ 0 <sup>(6)</sup>	01/24/2014		M	3,191	04/24/2012 <sup>(9)</sup>	<sup>(9)</sup>	Common Stock	3,191

