

Smith Stacy J  
Form 4  
January 25, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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 \*  
Smith Stacy J

(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)  
01/23/2012

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)

Sr VP, Chief Financial Officer

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 or Price		
Common Stock	01/23/2012		M		40,800 A \$ 23.16	84,001	D
Common Stock	01/23/2012		M		22,500 A \$ 19.51	106,501	D
Common Stock	01/23/2012		M		45,000 A \$ 20.7	151,501	D
Common Stock	01/23/2012		M		160,000 A \$ 21.52	311,501	D
Common Stock	01/23/2012		M		176,250 A \$ 22.11	487,751	D

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Common Stock	01/23/2012	M	30,735	A	\$ 15.665	518,486	D
Common Stock	01/23/2012	M	66,655	A	\$ 20.3	585,141	D
Common Stock	01/23/2012	S	541,940	D	\$ 26.715 <u>(1)</u>	43,201	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)

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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount of Underlying Security
Employee Stock Option (Right to Buy)	\$ 23.16	01/23/2012		M	40,800	04/21/2006 <sup>(2)</sup>	04/21/2012	Common Stock	40,800
Employee Stock Option (Right to Buy)	\$ 19.51	01/23/2012		M	22,500	04/21/2007 <sup>(2)</sup>	04/21/2013	Common Stock	22,500
Employee Stock Option (Right to Buy)	\$ 20.7	01/23/2012		M	45,000	01/18/2012	01/18/2017	Common Stock	45,000
Employee Stock Option (Right to Buy)	\$ 21.52	01/23/2012		M	160,000	04/19/2008 <sup>(2)</sup>	04/19/2014	Common Stock	160,000
	\$ 22.11	01/23/2012		M	176,250	04/17/2009 <sup>(2)</sup>	04/17/2015		176,250

