#### PERLMUTTER DAVID

Form 4 May 18, 2012

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** 

**OMB** 3235-0287 Number: January 31,

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Check this box if no longer subject to Section 16.

**SECURITIES** Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

(Middle)

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b).

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person \* PERLMUTTER DAVID

2. Issuer Name and Ticker or Trading Symbol

Issuer

(First)

INTEL CORP [INTC]

(Check all applicable)

5. Relationship of Reporting Person(s) to

INTEL CORPORATION, 2200

(Street)

3. Date of Earliest Transaction (Month/Day/Year)

05/16/2012

Director 10% Owner X\_ Officer (give title Other (specify below)

MISSION COLLEGE BLVD.

EXEC VP; GM IAG; CPO 6. Individual or Joint/Group Filing(Check

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

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

SANTA CLARA, CA 95054

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) Owned Following Direct (D) Ownership (Instr. 8) Reported or Indirect (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) (Instr. 4) Code V Amount (D) Price Common 219,378 05/16/2012 M \$0 D Α 383,640.6237 (1) Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

### Edgar Filing: PERLMUTTER DAVID - Form 4

1. Title of Derivative	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	<ol><li>Date Exercisab</li></ol>	le and	7. Title and
Security	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onDerivative	Expiration Date		Underlying
(Instr. 3)	or Exercise		any	Code	Securities	(Month/Day/Year	r)	(Instr. 3 an
	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) o	r		
	Derivative				Disposed of (D	)		
	Security				(Instr. 3, 4, and			
					5)			
						Date Exercisable	Expiration	Title
				Code V	(A) (D)	Date Exercisable	Date	Title
				Couc v	(A) (D)			
Performance-based								
Restricted Stock	\$ 0 (2)	05/16/2012		M	134,650	05/16/2012(3)	(3)	Commor
Units	<b>4 5 —</b>	05/10/2012		111	13 1,030	05/10/2012_	_	Stock
UIIIIS								

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
PERLMUTTER DAVID INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA CA 95054			EXEC VP; GM IAG; CPO				

# **Signatures**

/s/ Wendy Yemington, attorney-in-fact

05/18/2012

\*\*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.
  - Each Performance-based Restricted Stock Unit (RSU) represents the right to receive, following vesting, no less than 33% and no more than 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
- (2) number of shares of Intel common stock acquired upon vesting of the Performance-based RSUs is contingent upon the achievement of pre-established performance metrics, as approved by the Company's Compensation Committee, over a three-year 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.
- Unless earlier forfeited under the terms of the Performance-based RSU, each Performance-based RSU vests and converts into no less than 33% and 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 219,378, as reported above in Table

  I. The conversion rate of the Performance-based Restricted Stock was 151.975%. Upon conversion of the RSUs, the Reporting Person received an additional 69,984 shares of Common Stock. Upon conversion of \$417,944.48 in dividend equivalents, the Reporting person received an additional 14,744 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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