DECKER SUSAN L Form 4

July 25, 2012

FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction 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(b).

1. Name and Address of Reporting Person * DECKER SUSAN L

> (First) (Middle)

> > (Zip)

(Last)

(Street)

(State)

P.O. BOX 69

(City)

BELVEDERE, CA 94920

2. Issuer Name and Ticker or Trading Symbol

INTEL CORP [INTC]

3. Date of Earliest Transaction

(Month/Day/Year) 07/23/2012

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

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

_X__ Director 10% Owner Other (specify Officer (give title below)

6. Individual or Joint/Group Filing(Check Applicable Line)

X 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

2. Transaction Date	2A. Deemed	3.		4. Securi	ties		5. Amount of	6. Ownership	7. Nature of
(Month/Day/Year)	Execution Date, if	TransactionAcquired (A) or			r	Securities	Form: Direct	Indirect	
	any	Code Dispo		Disposed	isposed of (D)		Beneficially	(D) or	Beneficial
	(Month/Day/Year)	(Instr. 8	Instr. 8) (Instr. 3, 4 and 5)		Owned	Indirect (I)	Ownership		
							Following	(Instr. 4)	(Instr. 4)
					(4)		Reported		
							Transaction(s)		
		Code	v	Amount	or (D)	Price	(Instr. 3 and 4)		
07/23/2012		M		6,667 (1)	A	\$0	35,634	D	
07/23/2012		M		1,577 (1)	A	\$0	37,211	D	
07/23/2012		M		1,485 (1)	A	\$0	38,696	D	
	(Month/Day/Year) 07/23/2012 07/23/2012	any (Month/Day/Year) 07/23/2012 07/23/2012	(Month/Day/Year) Execution Date, if any (Month/Day/Year) Code (Instr. 8) Code (Instr. 8) Code (Month/Day/2012 M M)	(Month/Day/Year) Execution Date, if any (Code (Instr. 8)) Code V 07/23/2012 M M	(Month/Day/Year) Execution Date, if any (Month/Day/Year) TransactionAcquired Code Disposed (Instr. 8) 07/23/2012 Code V Amount M (Instr. 3) 07/23/2012 M (Instr. 3) 07/23/2012 M (Instr. 3) 07/23/2012 M (Instr. 3) 07/23/2012 M (Instr. 3)	(Month/Day/Year) Execution Date, if any (Month/Day/Year) TransactionAcquired (A) or Code (Instr. 8) Disposed of (D (Instr. 3, 4 and or Code V Amount (D) (D) (D) (D) (D) (D) 07/23/2012 M 6,667 A (1) (D) (D) (D) (D) (D) (D) (D) (D) (D) (D	(Month/Day/Year) Execution Date, if any (Month/Day/Year) TransactionAcquired (A) or Code (Instr. 8) Disposed of (D) (Instr. 3, 4 and 5) Code V Amount (D) Price (M) (Instr. 3, 4 and 5) M (A) (D) (D) (D) (D) (D) (D) (D) (D) (D) (D	(Month/Day/Year) Execution Date, if any (Month/Day/Year) TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 07/23/2012 M 6,667 (1) (D) Price (Instr. 3 and 4) 07/23/2012 M 1,577 (1) (D) (D) (D) (D) (D) (D) (D) (D) (D) (D	(Month/Day/Year) Execution Date, if any (Month/Day/Year) TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) Securities Beneficially (D) or Indirect (I) Following (Instr. 4) 07/23/2012 Code V Amount (D) Price (A) Or Code (Instr. 3 and 4) (A) Transaction(s) (Instr. 3 and 4) 07/23/2012 M 1,577 (1) A \$ 0 37,211 D 07/23/2012 M 1,485 (D) 38,696 (D)

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

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(9-02)

Nature of

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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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0 (2)	07/23/2012		M		6,667	07/22/2011(3)	(3)	Common Stock	6,667
Restricted Stock Units	\$ 0 (2)	07/23/2012		M		1,577	07/22/2011(3)	(3)	Common Stock	1,577
Restricted Stock Units	\$ 0 (2)	07/23/2012		M		1,485	07/22/2012(3)	(3)	Common Stock	1,485

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
DECKER SUSAN L P.O. BOX 69 BELVEDERE, CA 94920	X						

Signatures

/s/ Wendy Yemington, attorney-in-fact 07/25/2012

**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.
- (2) Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.
- (3) Unless earlier forfeited under the terms of the RSU, 33 1/3% of the award vests and converts into common stock on each anniversary of the grant date, unless that date falls on a non-business date, in which case 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.

Reporting Owners 2

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