

INTEL CORP
Form 4
September 07, 2016

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 *
PEARSON GREGORY R

(Last) (First) (Middle)

C/O 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)
09/06/2016

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, GM, Sales & Mktg 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	09/06/2016		M		10,917 A \$ 19.0418	92,826	D
Common Stock	09/06/2016		M		13,255 A \$ 24.0834	106,081	D
Common Stock	09/06/2016		M		62,820 A \$ 21.34	168,901	D
Common Stock	09/06/2016		M		74,490 A \$ 27.42	243,391	D
Common Stock	09/06/2016		M		88,710 A \$ 23.595	332,101	D

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Common Stock	09/06/2016	S	191,052 <u>(1)</u>	D	\$ 36.5	141,049	D	
Common Stock	09/06/2016	S	59,140 <u>(1)</u>	D	\$ 36.5003 <u>(2)</u>	81,909	D	
Common Stock						98.409 <u>(3)</u>	I	By Employee Benefit Plan Trust

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 19.0418	09/06/2016		M	10,917	10/30/2010 ⁽⁴⁾	10/30/2016	Common Stock	10,917
Employee Stock Option (Right to Buy)	\$ 24.0834	09/06/2016		M	13,255	04/15/2011 ⁽⁴⁾	04/15/2017	Common Stock	13,255
Employee Stock Option (Right to Buy)	\$ 21.34	09/06/2016		M	62,820	04/21/2012 ⁽⁴⁾	04/21/2018	Common Stock	62,820
Employee Stock Option	\$ 27.42	09/06/2016		M	74,490	04/24/2013 ⁽⁴⁾	04/24/2019	Common Stock	74,490

(Right to
Buy)

Employee

Stock

Option \$ 23.595 09/06/2016

M

88,710 04/25/2014⁽⁴⁾ 04/25/2020

Common
Stock 88,7

(Right to
Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PEARSON GREGORY R C/O INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054			Sr. VP, GM, Sales & Mktg Grp	

Signatures

/s/ Fernando Delmendo,
attorney-in-fact

09/07/2016

__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) Transactions reported on this Form 4 were made pursuant to trading instructions adopted by the reporting person on April 21, 2016 that are intended to comply with Rule 10b5-1(c).

(2) This transaction was executed in multiple trades at prices ranging from \$36.50 to \$36.515. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(3) Includes .709 shares acquired via dividend reinvestment in September 2016.

(4) The option vests in four equal annual installments beginning on the first 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.

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