### Edgar Filing: INTEL CORP - Form 4

INTEL COR	Р										
Form 4											
July 24, 2014	Ļ										
<b>FORM</b>	4									PPROVAL	
	UNITED S	STATES					NGE (	COMMISSION	ONID	3235-0287	
Check thi	s hox		Was	hington,	D.C. 205	549			Number:		
if no long	or								Expires:	January 31 2005	
subject to STATEMENT OF CHANG				GES IN BENEFICIAL OWNERSHIP OF				NERSHIP OF	Estimated average		
Section 10 Form 4 or							burden hou	•			
Form 5		Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,						response	0.5		
obligation	<sup>18</sup> Section 17(							f 1935 or Sectio	m		
may conti <i>See</i> Instru	nue.			vestment (	•	· ·			, <b>11</b>		
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(Print or Type R	lesponses)										
1		D *						5 0 1 (* 1 *	(D) (' D		
DECKER SUSAN L Symbol				2. Issuer Name <b>and</b> Ticker or Trading mbol JTEL CORP [INTC]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (N	Aiddle)	,			V D'	100				
				Month/Day/Year) )7/22/2014				_X_ Director 10% Owner Officer (give title Other (specify			
1.0. DOX 0			01122120	/14				below)	below)		
	(Street)		4. If Amer	ndment, Dat	e Original			6. Individual or J	oint/Group Filin	ng(Check	
			Filed(Mon	th/Day/Year)				Applicable Line)	0 0 7 7		
								_X_Form filed by Form filed by N	One Reporting Po More than One Ro		
BELVEDER	RE, CA 94920							Person		1 0	
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficial	lly Owned	
1.Title of	2. Transaction Dat	e 2A. Deer	med	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Executio	on Date, if TransactionAcquired (A) or						Form: Direct	Indirect	
(Instr. 3)		any	D(V)	Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)				•	(D) or	Beneficial	
		(Month/I	Day/Year)	(Instr. 3, 4 and 5)				Indirect (I) (Instr. 4)	Ownership (Instr. 4)		
						(A)		Reported	(	()	
						(A) or		Transaction(s)			
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common	07/22/2014			М	1,485	А	\$0	59,728	D		
Stock	0112212011			$(1)$ A $\varphi$		ψŪ	.,,,20				
Common	07/22/2014			М	2,651	٨	¢ 0	(2) 270	D		
Stock	07/22/2014		М	(1)	A \$0		62,379	D			

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Deriv Security (Instr. 3)	rative	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number poof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		•	
						Date Exercisable	Expiration Date	Title
<b>D</b> 1 1 0				Code V	(A) (D)			a
Restricted St Units	ock	\$ 0 <u>(2)</u>	07/22/2014	М	1,485	07/22/2012(3)	(3)	Common Stock
Performance Restricted St Units		\$ 0 <u>(4)</u>	07/22/2014	М	3,104	07/22/2014(5)	(5)	Common Stock

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
I B	Director	10% Owner	Officer	Other			
DECKER SUSAN L P.O. BOX 69 BELVEDERE, CA 94920	Х						
Signatures							
/s/ Wendy Yemington, attorney-in-fact		07/24/20	14				

\*\*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.

Each Performance-based Restricted Stock Unit (RSU) represents the right to receive, following vesting, no less than 50% 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

- (4) Indifference of shares of inter common stock acquired upon vesting of the reformance-based RSOS is contingent upon the achievement of pre-established performance metrics, as approved by the Company's Compensation Committee, over a three-year period beginning January 24, 2011 and ending on January 24, 2014, 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
   (5) 50% and no more than 200% of one share of Intel common stock three years 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.

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Due to a limitation in the filing software, the total number of shares of Common Stock received was 2,651 as reported above in Table I. The conversion rate of the Performance-based Restricted Stock was 77.267%. Upon conversion of the RSUs, the Reporting Person

(6) The conversion rate of the Performance-based Restricted stock was 77.207%. Opon conversion of the RSOs, the Reporting Person received an additional 253 shares of Common Stock.

### **Remarks:**

#### Exhibit List: Exhibit 24 - Confirming Statement

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.