PERLMUTTER DAVID

Form 4

October 26, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading PERLMUTTER DAVID Issuer Symbol INTEL CORP [INTC] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner _X__ Officer (give title _ __Other (specify INTEL CORPORATION, 2200 10/24/2011 below) MISSION COLLEGE BLVD. EXEC VP; CO-GM IAG (Street) 4. If Amendment, Date Original

(Ctata)

SANTA CLARA, CA 95054

6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

(City)	(State)	(Zip) Tal	ole I - Non-	Derivative S	ired, 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)	(A) or))	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)
Common Stock	10/24/2011		M	39,680	A	\$ 20.23	168,364.0786	D	
Common Stock	10/24/2011		M	100,000	A	\$ 23.16	268,364.0786	D	
Common Stock	10/24/2011		M	4,838 (1)		\$ 0	273,202.0786		
Common Stock	10/24/2011		S	139,680 (2)	D	\$ 24.5	133,522.0786 (3)	D	

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)

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

S	Title of Derivative ecurity (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. Transactic Code (Instr. 8)	5. Number of ctiorDerivative Securities 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
					Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Num Shar
S (Employee Stock Option Right to Buy)	\$ 20.23	10/24/2011		M		39,680	11/25/2003(4)	11/25/2012	Common Stock	39
S (Employee tock Option Right to Buy)	\$ 23.16	10/24/2011		M		100,000	04/21/2006(4)	04/21/2012	Common Stock	100
S	Restricted tock Juits	\$ 0 (5)	10/24/2011		M		4,838	04/24/2011(6)	<u>(6)</u>	Common Stock	4,

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PERLMUTTER DAVID INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054

EXEC VP; CO-GM IAG

Signatures

/s/ Wendy Yemington, attorney-in-fact

10/26/2011

**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).

Reporting Owners 2

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- (1) Shares acquired on the vesting of restricted stock units.
- (2) Transactions reported on this Form 4 were made pursuant to trading instructions adopted by the undersigned on July 25, 2011 that are intended to comply with Rule 10b5-1(c).
- (3) Includes 1.5991 shares acquired under the Intel Corporation Direct Stock Purchase and Dividend Reinvestment Plan in Sept. 2011.
- (4) The option vests in four equal annual installments beginning on the first anniversary of the grant date.
- (5) Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.
 - Unless earlier forfeited under the terms of the RSU, 1/12th of the award vests and converts into common stock in twelve substantially
- (6) equal quarterly tranches, beginning on April 24, 2011. If the quarterly vesting date falls on a non-business date, 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. 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.