INTEL CORP
Form 3
August 08, 2014

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *
Â PEARSON GREGORY R
(Last) (First) (Middle)

C/O INTEL CORPORATION,Â 2200 MISSION COLLEGE BLVD.
(Street)

SANTA CLARA,Â CAÂ 95054
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
07/30/2014

3. Issuer Name **and** Ticker or Trading Symbol
INTEL CORP [INTC]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
SR , VP SMG

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

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 Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	66,942	D	Â
Common Stock	92.123	I	By Employee Benefit Plan Trust

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial

	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
Employee Stock Option (Right to Buy)	10/30/2010 (1)	10/30/2016	Common Stock	10,917	$ 19.0418	D	Â
Employee Stock Option (Right to Buy)	04/15/2011 (1)	04/15/2017	Common Stock	13,255	$ 24.0834	D	Â
Employee Stock Option (Right to Buy)	04/16/2010 (1)	04/16/2016	Common Stock	8,835	$ 15.665	D	Â
Employee Stock Option (Right to Buy)	04/16/2010 (1)	04/16/2016	Common Stock	8,835	$ 15.665	D	Â
Employee Stock Option (Right to Buy)	04/21/2012 (1)	04/21/2018	Common Stock	62,820	$ 21.34	D	Â
Employee Stock Option (Right to Buy)	04/24/2013 (1)	04/24/2019	Common Stock	74,490	$ 27.42	D	Â
Employee Stock Option (Right to Buy)	04/25/2014 (1)	04/25/2020	Common Stock	118,280	$ 23.595	D	Â
Employee Stock Option (Right to Buy)	07/17/2010 (2)	07/17/2015	Common Stock	23,560	$ 21.72	D	Â
Performance-based Restricted Stock Units	04/22/2017 (3)	Â (3)	Common Stock	9,041	$ 0 (4)	D	Â
Restricted Stock Units	04/21/2012 (5)	Â (5)	Common Stock	15,650	$ 0 (6)	D	Â
Restricted Stock Units	07/22/2014 (7)	Â (7)	Common Stock	48,239	$ 0 (6)	D	Â
Restricted Stock Units	04/24/2013 (5)	Â (5)	Common Stock	24,630	$ 0 (6)	D	Â
Restricted Stock Units	04/25/2014 (5)	Â (5)	Common Stock	47,018	$ 0 (6)	D	Â

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,Â CAÂ 95054	Â	Â	Â SR , VP SMG	Â

Signatures

/s/ Gregory R. Pearson	08/08/2014
**Signature of Reporting Person	Date

Explanation of Responses:

*	If the form is filed by more than one reporting person, *see* Instruction 5(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)	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.
(2)	The option vests in four equal annual installments beginning on the second anniversary of the grant date, unless that date falls on a non-business date, in which case the next business date shall apply.
(3)	Unless earlier forfeited under the terms of the performance-based RSU, each performance-based RSU vests and converts into 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.
(4)	Each performance-based Restricted Stock Unit (RSU) represents the right to receive, following vesting, up to 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 pre-established performance metrics, as approved by the Company's Compensation Committee, over a three-year performance period beginning on January 23, 2014 and ending on January 23, 2017, 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.
(5)	Unless earlier forfeited under the terms of the RSU, 25% of the awards vest and convert 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.
(6)	Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.
(7)	Unless earlier forfeited under the terms of the RSU, 1/16th of the awards vest and convert into common stock in sixteen substantially equal quarterly tranches, beginning on July 22, 2014. 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.
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