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Smith Stacy Form 4 April 20, 20										
FORM	ЛЛ								OMB AF	PROVAL
	STATES S	 SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940 						OMB Number:	3235-0287	
Check t if no lou subject Section Form 4 Form 5 obligati may con <i>See</i> Inst	rsuant to Se (a) of the Pu							Lanuary 31, 2005 Estimated average burden hours per response 0.5 n		
1(b).										
(Print or Type	Responses)									
1. Name and Smith Stac	Address of Reporting y J	S	2. Issuer Nam Symbol NTEL COR			Fradin	5	. Relationship of I ssuer		
(Last)	(First) (. Date of Earli	-	-			(Check	all applicable)
	RPORATION, 22 COLLEGE BLVI	200 (Month/Day/Ye)4/16/2010	ear)				Director _X Officer (give t elow) Sr VP, Chie		Owner r (specify fficer
SANTA C	(Street) LARA, CA 95054	F	. If Amendmen iled(Month/Day		-		A 	. Individual or Joi pplicable Line) X_ Form filed by Oi Form filed by Mo	ne Reporting Per	rson
(City)	(State)	(Zip)	Table I N	Inn	Danimating	۰. 		erson	an Danafiaiall	ha Qaara ad
1.Title of Security (Instr. 3)	2. Transaction Date	ransaction Date 2A. Deemed			4. Securitie or Disposed (Instr. 3, 4	es Acqu d of (E	uired (A)	red, Disposed of, 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	y Owned 7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/16/2010		Code M	v	67,500	A		92,522 <u>(1)</u>	D	
Common Stock	04/16/2010		М		45,000	А	\$ 20.749	137,522	D	
Common Stock	04/16/2010		М		30,735	А	\$ 15.665	168,257	D	
Common Stock	04/16/2010		S		159,935	D	\$ 23.926 (2)	8,322	D	
Common	04/19/2010		М		8,375 <u>(3)</u>	А	\$0	16,697	D	

Stock

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Common Stock	04/19/2010	F	3,910 <u>(4)</u>	D	\$ 23.79	12,787	D
Common Stock	04/19/2010	М	5,750 <u>(3)</u>	A	\$ 0	18,537	D
Common Stock	04/19/2010	F	2,685 <u>(4)</u>	D	\$ 23.79	15,852	D

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

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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)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of TransactiorDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisab Expiration Date (Month/Day/Year	7. Title and Amount Underlying Securitie (Instr. 3 and 4)			
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Employee Stock Option (Right to Buy)	\$ 19.51	04/16/2010		М		67,500	04/21/2007 <u>(5)</u>	04/21/2013	Common Stock	67,5
Employee Stock Option (Right to Buy)	\$ 20.7494	04/16/2010		М		45,000	10/14/2007 <u>(6)</u>	10/14/2011	Common Stock	45,0
Employee Stock Option (Right to Buy)	\$ 15.665	04/16/2010		М		30,735	04/16/2010 <u>(5)</u>	04/16/2016	Common Stock	30,7
Restricted Stock Units	\$ 0 <u>(7)</u>	04/19/2010		М		8,375	04/17/2009(8)	(8)	Common Stock	8,37
Restricted Stock	\$ 0 <u>(7)</u>	04/19/2010		М		5,750	04/19/2008(8)	(8)	Common Stock	5,75

Units

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer

Other

Smith Stacy J INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95054

Sr VP, Chief Financial Officer

Relationships

Signatures

/s/ Wendy Yemington, attorney-in-fact

04/20/2010 Date

**Signature of Reporting Person I 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) Includes 1,288 shares acquired under the Company's Stock Purchase Plan on Feb. 19, 2010.

This transaction was executed in multiple trades at prices ranging from \$23.90 to \$23.96. The price reported above reflects the weighted(2) 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) Shares acquired on the vesting of restricted stock units.
- (4) Shares withheld for payment of tax liability.
- (5) The option vests in four equal annual installments beginning on the first anniversary of the grant date.
- (6) The option vests in four equal annual installments beginning on the second anniversary of the grant date.
- (7) Each restricted stock unit represents the right to receive, following vesting, one share of Intel Corporation common stock.

(8) Unless earlier forfeited under the terms of the RSU, 25% 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. 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.