

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name Intel Corporation		2 Issuer's employer identification number (EIN) 94-1672743	
3 Name of contact for additional information Investor Relations Manager	4 Telephone No. of contact 800-298-0148	5 Email address of contact n/a	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 2200 Mission College Boulevard, RNB 4-148		7 City, town, or post office, state, and ZIP code of contact Santa Clara, CA 95054	
8 Date of action December 8, 2017		9 Classification and description Offers to Exchange Intel Corporation Senior Notes - see attached Form 8937 Appendix A	
10 CUSIP number see Appendix A	11 Serial number(s) n/a	12 Ticker symbol INTC	13 Account number(s) n/a

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ► See attached Form 8937 Appendix A

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ►

See attached Form 8937 Appendix A

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ►

See attached Form 8937 Appendix A

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ►
 See attached Form 8937 Appendix A

18 Can any resulting loss be recognized? ►
 See attached Form 8937 Appendix A

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ►
 See attached Form 8937 Appendix A

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ►

Print your name ►

Date ►

Title ►

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if
self-employed

PTIN

Firm's name ►

Firm's EIN ►

Firm's address ►

Phone no.

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054

Intel Corporation
Appendix A
Attachment to U.S. Internal Revenue Service Form 8937

Form 8937 and this Appendix A are intended to constitute a public reporting under Section 6045B of the Internal Revenue Code of 1986, as amended (the “Code”), and Sections 1.6045B-1(a)(3) and (b)(4) of the U.S. Treasury Regulations promulgated under the Code, relating to several private offers to exchange certain senior notes of Intel Corporation (“Intel”), as described below (the “Exchange Offers”). The information contained herein does not constitute tax advice and does not purport to be complete or to take into account any note holder’s specific circumstances. Each note holder should consult its own tax advisor to determine the tax consequences of any exchange made pursuant to the Exchange Offers and the impact to tax basis resulting therefrom.

Line 9 – Classification and description	Exchange of certain existing series of senior notes (“Old Notes”) for newly issued 3.734% senior notes due 2047 (“New Notes”) and cash.
Line 10 – CUSIP numbers	<p>Old Notes:</p> <p>4.80% Senior Notes due 2041 – 458140 AK6/ US458140AK64</p> <p>4.25% Senior Notes due 2042 – 458140 AP5/ US458140AP51</p> <p>4.90% Senior Notes due 2045 – 458140 AT7/ US458140AT73</p> <p>New Notes:</p> <p>3.734% Senior Notes due 2047 – 458140 BF6/ U45814AW7</p>
Line 14 – Description of organizational action	<p>On December 8, 2017, the following series of Old Notes were exchanged for a combination of New Notes and cash in the following amounts, per \$1,000 face amount of such Old Notes:</p> <ul style="list-style-type: none"> • 4.80% Senior Notes due 2041 were exchanged for \$180.00 of cash and \$1,035.40 principal amount of New Notes; • 4.25% Senior Notes due 2042 were exchanged for \$129.00 of cash and \$1,001.81 principal amount of New Notes; • 4.90% Senior Notes due 2045 were exchanged for \$152.00 of cash and \$1,089.15 principal amount of New Notes
Line 15 – Quantitative effect of organizational action	<p>Intel expects the exchange of Old Notes for New Notes and cash pursuant to an Exchange Offer to qualify as a recapitalization for U.S. federal income tax purposes.</p> <p>Accordingly, a U.S. note holder would recognize gain (but not loss) equal to the lesser of (i) the cash amount received (not including any accrued and unpaid interest) plus the fair market value of the “excess principal” amount received (collectively,</p>

	<p>“boot”) and (ii) the gain realized by the U.S. note holder. The “excess principal” amount is the excess of the principal amount of New Notes received over the principal amount of Old Notes surrendered for those New Notes. The gain realized by a U.S. note holder is equal to the excess of (i) the issue price of the New Notes received in exchange for Old Notes, plus any cash received (not including any accrued and unpaid interest) over (ii) the U.S. note holder’s adjusted tax basis in the Old Notes surrendered in the exchange.</p> <p>A U.S. note holder’s initial tax basis in the portion of New Notes received that are not treated as boot will be the same as the U.S. note holder’s tax basis in the Old Notes allocated thereto, increased by the amount of gain recognized by the U.S. note holder in the exchange, if any, and decreased by the amount of boot that is received by the U.S. note holder. The portion of the New Notes treated as boot will have an initial tax basis in a U.S. note holder’s hands equal to the fair market value of those New Notes.</p>
Line 16 – Calculation of the change in basis	<p>Please see response to Line 15 above for the calculation of the change in basis.</p> <p>In addition, pursuant to U.S. Treasury Regulations Section 1.1273-2(f)(9), Intel has determined that, within the meaning of U.S. Treasury Regulations Section 1.1273-2:</p> <ul style="list-style-type: none"> • The New Notes are “traded on an established market.” • The issue price of the New Notes is \$1,011.70 per \$1,000 face amount of such New Notes or 101.17%.
Line 17 – Code Sections upon which tax treatment is based	Sections 354(a)(1) and (2), 356(a), 356(d)(2)(B), 358(a), 368(a)(1)(E), 1001, and 1273.
Line 18 – Recognition of any resulting loss	Any loss realized in an exchange of Old Notes for New Notes and cash pursuant to an Exchange Offer that is treated as a recapitalization for U.S. federal income tax purposes generally cannot be recognized.
Line 19 – Other information, including reportable tax year	The exchanges occurred during calendar year 2017.

This is a protective filing.