UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-K

(Mark One)

☒ **ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the fiscal year ended December 28, 2013.

or

☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from __________ to__________.

Commission File Number 000-06217

INTEL CORPORATION

(Exact name of registrant as specified in its charter)

Delaware	**94-1672743**
State or other jurisdiction of incorporation or organization	(I.R.S. Employer Identification No.)
2200 Mission College Boulevard, Santa Clara, California	**95054-1549**
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code **(408) 765-8080**

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Name of each exchange on which registered
Common stock, $0.001 par value	The NASDAQ Global Select Market*

Securities registered pursuant to Section 12(g) of the Act:

None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes ☒ No ☐

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes ☐ No ☒

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes ☒ No ☐

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K (§229.405 of this chapter) is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☒	Accelerated filer ☐	Non-accelerated filer ☐ (Do not check if a smaller reporting company)	Smaller reporting company ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes ☐ No ☒

Aggregate market value of voting and non-voting common equity held by non-affiliates of the registrant as of June 28, 2013, based upon the closing price of the common stock as reported by The NASDAQ Global Select Market* on such date, was

$120.6 billion

4,972 million shares of common stock outstanding as of February 7, 2014

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the registrant's Proxy Statement related to its 2014 Annual Stockholders' Meeting to be filed subsequently are incorporated by reference into Part III of this Annual Report on Form 10-K. Except as expressly incorporated by reference, the registrant's Proxy Statement shall not be deemed to be part of this report.

Commitments for construction or purchase of property, plant and equipment totaled $5.5 billion as of December 28, 2013 ($4.6 billion as of December 29, 2012), substantially all of which will be due within the next year. Other purchase obligations and commitments totaled approximately $1.9 billion as of December 28, 2013 (approximately $2.0 billion as of December 29, 2012). Other purchase obligations and commitments include payments due under various types of licenses and agreements to purchase goods or services, as well as payments due under non-contingent funding obligations. Funding obligations include agreements to fund various projects with other companies. In addition, we have various contractual commitments with Micron and IMFT. For further information on these contractual commitments, see “Note 5: Cash and Investments.”

During 2012, we entered into a series of agreements with ASML intended to accelerate the development of 450mm wafer technology and extreme ultraviolet lithography (EUV). Intel agreed to provide R&D funding totaling €829 million over five years and committed to advance purchase orders for a specified number of tools from ASML. Our remaining obligation, contingent upon ASML achieving certain milestones, is approximately €738 million, or $1.0 billion, as of December 28, 2013. As our obligation is contingent upon ASML achieving certain milestones, we have not included this obligation in the preceding other purchase obligations and commitments total.

Note 19: Employee Equity Incentive Plans

Our equity incentive plans are broad-based, long-term programs intended to attract and retain talented employees and align stockholder and employee interests.

In May 2013, stockholders approved an extension of the 2006 Equity Incentive Plan (the 2006 Plan). Stockholders approved 123 million additional shares for issuance, increasing the total shares of common stock authorized for issuance as equity awards to employees and non-employee directors to 719 million shares. The approval also extended the expiration date of the 2006 Plan to June 2016. A maximum of 517 million of these shares can be awarded as non-vested shares (restricted stock) or non-vested share units (restricted stock units). As of December 28, 2013, 304 million shares remained available for future grant under the 2006 Plan.

Going forward, we may assume the equity incentive plans and the outstanding equity awards of certain acquired companies. Once they are assumed, we do not grant additional shares under those plans. In connection with our completed acquisition of McAfee in 2011, we assumed McAfee’s equity incentive plan and issued replacement awards. The stock options and restricted stock units issued generally retain similar terms and conditions of the respective plan under which they were originally granted.

We issue restricted stock units with both a market condition and a service condition (market-based restricted stock units), referred to in our 2013 Proxy Statement as outperformance stock units, to a small group of senior officers and non-employee directors. For market-based restricted stock units issued in 2013, the number of shares of Intel common stock to be received at vesting will range from 50% to 200% of the target amount, based on total stockholder return (TSR) on Intel common stock measured against the benchmark TSR of a peer group over a three-year period. TSR is a measure of stock price appreciation plus any dividends paid in this performance period. As of December 28, 2013, 3 million market-based restricted stock units were outstanding. These market-based restricted stock units accrue dividend equivalents and generally vest three years and one month from the grant date.

Equity awards granted to employees in 2013 under our equity incentive plans generally vest over four years from the date of grant, and options expire seven years from the date of grant, with the exception of market-based restricted stock units, a small number of restricted stock units granted to executive-level employees, and replacement awards related to acquisitions.

The 2006 Stock Purchase Plan allows eligible employees to purchase shares of our common stock at 85% of the value of our common stock on specific dates. In May 2011, stockholders approved an extension of the 2006 Stock Purchase Plan. Stockholders approved 133 million additional shares for issuance, increasing the total shares of common stock available for issuance to 373 million shares. The approval also extended the expiration date of the 2006 Stock Purchase Plan to August 2016. As of December 28, 2013, 216 million shares were available for issuance under the 2006 Stock Purchase Plan.

Share-Based Compensation

Share-based compensation recognized in 2013 was $1.1 billion ($1.1 billion in 2012 and $1.1 billion in 2011).

On a quarterly basis, we assess changes to our estimate of expected equity award forfeitures based on our review of recent forfeiture activity and expected future employee turnover. We recognize the effect of adjustments made to the forfeiture rates, if any, in the period that we change the forfeiture estimate. The effect of forfeiture adjustments in 2013, 2012, and 2011 was not significant.

The total share-based compensation cost capitalized as part of inventory as of December 28, 2013, was $38 million ($41 million as of December 29, 2012 and $38 million as of December 31, 2011). During 2013, the tax benefit that we realized for the tax deduction from share-based awards totaled $385 million ($510 million in 2012 and $327 million in 2011).

We estimate the fair value of restricted stock unit awards with time-based vesting using the value of our common stock on the date of grant, reduced by the present value of dividends expected to be paid on our common stock prior to vesting. We estimate the fair value of market-based restricted stock units using a Monte Carlo simulation model on the date of grant. We based the weighted average estimated value of restricted stock unit grants, as well as the weighted average assumptions that we used in calculating the fair value, on estimates at the date of grant, for each period as follows:

	2013	2012	2011
Estimated values	$ 21.45	$ 25.32	$ 19.86
Risk-free interest rate	0.2%	0.3%	0.7%
Dividend yield	3.8%	3.3%	3.4%
Volatility	25%	26%	27%

We use the Black-Scholes option pricing model to estimate the fair value of options granted under our equity incentive plans and rights to acquire stock granted under our stock purchase plan. We based the weighted average estimated value of employee stock option grants and rights granted under the stock purchase plan, as well as the weighted average assumptions used in calculating the fair value, on estimates at the date of grant, for each period as follows:

	Stock Options			Stock Purchase Plan		
	2013	2012	2011	2013	2012	2011
Estimated values	$ 3.11	$ 4.22	$ 3.91	$ 4.52	$ 5.47	$ 4.69
Expected life (in years)	5.2	5.3	5.4	0.5	0.5	0.5
Risk-free interest rate	0.8%	1.0%	2.2%	0.1%	0.1%	0.2%
Dividend yield	3.9%	3.3%	3.4%	4.0%	3.3%	3.6%
Volatility	25%	25%	27%	22%	24%	26%

We base the expected volatility on implied volatility because we have determined that implied volatility is more reflective of market conditions and a better indicator of expected volatility than historical volatility. Prior to 2011, we used the simplified method of calculating expected life due to significant differences in the vesting terms and contractual life of current option grants compared to our historical grants. In 2011, we began using historical option exercise data as the basis for determining expected life, as we believe that we have sufficient historical data to provide a reasonable basis upon which to estimate the expected life input for valuing options using the Black-Scholes model.

Restricted Stock Unit Awards

Information with respect to outstanding RSU activity for each period was as follows:

	Number of RSUs (In Millions)	Weighted Average Grant-Date Fair Value
December 25, 2010	**99.8**	**$ 18.56**
Granted	43.3	$ 19.86
Assumed in acquisition	5.8	$ 20.80
Vested	(37.5)	$ 18.60
Forfeited	(4.4)	$ 19.07
December 31, 2011	**107.0**	**$ 19.18**
Granted	49.9	$ 25.32
Vested	(43.2)	$ 18.88
Forfeited	(4.4)	$ 20.93
December 29, 2012	**109.3**	**$ 22.03**
Granted	53.4	$ 21.45
Vested	(44.5)	$ 20.21
Forfeited	(4.9)	$ 22.06
December 28, 2013	**113.3**	**$ 22.47**
Expected to vest as of December 28, 2013	**107.3**	**$ 22.49**

The aggregate fair value of awards that vested in 2013 was $1.0 billion ($1.2 billion in 2012 and $753 million in 2011), which represents the market value of Intel common stock on the date that the restricted stock units vested. The grant-date fair value of awards that vested in 2013 was $899 million ($816 million in 2012 and $697 million in 2011). The number of restricted stock units vested includes shares that we withheld on behalf of employees to satisfy the minimum statutory tax withholding requirements. Restricted stock units that are expected to vest are net of estimated future forfeitures.

As of December 28, 2013, there was $1.6 billion in unrecognized compensation costs related to restricted stock units granted under our equity incentive plans. We expect to recognize those costs over a weighted average period of 1.2 years.

Stock Option Awards

As of December 28, 2013, options outstanding that have vested and are expected to vest were as follows:

	Number of Options (In Millions)	Weighted Average Exercise Price	Weighted Average Remaining Contractual Term (In Years)	Aggregate Intrinsic Value (In Millions)
Vested	111.5	$ 20.25	2.6	$ 617
Expected to vest	39.6	$ 23.40	5.4	$ 101
Total	**151.1**	**$ 21.08**	**3.3**	**$ 718**

Aggregate intrinsic value represents the difference between the exercise price and $25.60, the closing price of Intel common stock on December 27, 2013, as reported on The NASDAQ Global Select Market*, for all in-the-money options outstanding. Options outstanding that are expected to vest are net of estimated future option forfeitures.

Options with a fair value of $186 million completed vesting during 2013 ($205 million during 2012 and $226 million during 2011). As of December 28, 2013, there was $75 million in unrecognized compensation costs related to stock options granted under our equity incentive plans. We expect to recognize those costs over a weighted average period of 1.1 years.

Additional information with respect to stock option activity for each period was as follows:

	Number of Options (In Millions)	Weighted Average Exercise Price
December 25, 2010	**386.4**	**$ 20.45**
Grants	14.7	$ 21.49
Assumed in acquisition	12.0	$ 15.80
Exercises	(86.3)	$ 20.06
Cancellations and forfeitures	(8.6)	$ 20.47
Expirations	(19.9)	$ 24.85
December 31, 2011	**298.3**	**$ 20.12**
Grants	13.5	$ 27.01
Exercises	(85.8)	$ 20.45
Cancellations and forfeitures	(3.9)	$ 21.17
Expirations	(19.3)	$ 22.45
December 29, 2012	**202.8**	**$ 20.20**
Grants	20.1	$ 22.99
Exercises	(65.0)	$ 18.76
Cancellations and forfeitures	(3.0)	$ 22.58
Expirations	(1.9)	$ 22.56
December 28, 2013	**153.0**	**$ 21.10**
Options exercisable as of:		
December 31, 2011	203.6	$ 20.44
December 29, 2012	139.8	$ 19.76
December 28, 2013	111.5	$ 20.25

The aggregate intrinsic value of stock option exercises in 2013 was $265 million ($517 million in 2012 and $318 million in 2011), which represents the difference between the exercise price and the value of Intel common stock at the time of exercise.

The following table summarizes information about options outstanding as of December 28, 2013:

	Outstanding Options			Exercisable Options	
Range of Exercise Prices	Number of Shares (In Millions)	Weighted Average Remaining Contractual Life (In Years)	Weighted Average Exercise Price	Number of Shares (In Millions)	Weighted Average Exercise Price
$ 1.12 - $ 15.00	2.2	3.7	$ 12.22	1.2	$ 11.69
$ 15.01 - $ 20.00	70.5	2.7	$ 18.22	70.4	$ 18.20
$ 20.01 - $ 25.00	57.6	4.2	$ 22.59	26.2	$ 22.54
$ 25.01 - $ 30.00	22.4	3.0	$ 27.09	13.4	$ 27.02
$ 30.01 - $ 33.03	0.3	0.1	$ 32.31	0.3	$ 32.31
Total	**153.0**	**3.3**	**$ 21.10**	**111.5**	**$ 20.25**

These options will expire if they are not exercised by specific dates through April 2021. Option exercise prices for options exercised during the three-year period ended December 28, 2013, ranged from $1.12 to $28.15.

Stock Purchase Plan

Approximately 76% of our employees were participating in our 2006 Stock Purchase Plan as of December 28, 2013 (72% in 2012 and 70% in 2011). Employees purchased 20.5 million shares in 2013 for $369 million under the 2006 Stock Purchase Plan (17.4 million shares for $355 million in 2012 and 18.5 million shares for $318 million in 2011). As of December 28, 2013, there was $13 million in unrecognized compensation costs related to rights to acquire common stock under our stock purchase plan. We expect to recognize those costs over a period of approximately one and a half months.

Note 20: Common Stock Repurchases

Common Stock Repurchase Program

We have an ongoing authorization, originally approved by our Board of Directors in October 2005, and subsequently amended, to repurchase up to $45 billion in shares of our common stock in open market or negotiated transactions. As of December 28, 2013, $3.2 billion remained available for repurchase under the existing repurchase authorization limit. During 2013, we repurchased 94.1 million shares of common stock at a cost of $2.1 billion (191.0 million shares of common stock at a cost of $4.8 billion in 2012 and 642.3 million shares of common stock at a cost of $14.1 billion in 2011). We have repurchased 4.4 billion shares at a cost of $91 billion since the program began in 1990.

Restricted Stock Unit Withholdings

We issue restricted stock units as part of our equity incentive plans. For the majority of restricted stock units granted, the number of shares issued on the date the restricted stock units vest is net of the minimum statutory withholding requirements that we pay in cash to the appropriate taxing authorities on behalf of our employees. In our consolidated financial statements, we also treat shares withheld for tax purposes on behalf of our employees in connection with the vesting of restricted stock units as common stock repurchases because they reduce the number of shares that would have been issued upon vesting. These withheld shares are not considered common stock repurchases under our authorized common stock repurchase plan. During 2013, we withheld 13.1 million shares to satisfy $293 million of employees' tax obligations (12.6 million shares to satisfy $345 million during 2012 and 10.3 million shares to satisfy $207 million during 2011).

Note 21: Gains (Losses) on Equity Investments, Net

Gains (losses) on equity investments, net for each period were as follows:

(In Millions)	2013	2012	2011
Share of equity method investee losses, net	$ (69)	$ (81)	$ (204)
Impairment charges	(123)	(154)	(132)
Gains on sales, net	515	183	303
Dividends	46	—	—
Other, net	102	193	145
Total gains (losses) on equity investments, net	**$ 471**	**$ 141**	**$ 112**

Gains on sales, net for 2013 included gains of $439 million on the sales of our interest in Clearwire LLC and our shares in Clearwire Corporation in the third quarter of 2013. For further information on these transactions, see "Note 5: Cash and Investments."

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

The Board of Directors and Stockholders of Intel Corporation

We have audited the accompanying consolidated balance sheets of Intel Corporation as of December 28, 2013 and December 29, 2012, and the related consolidated statements of income and comprehensive income, stockholders' equity, and cash flows for each of the three years in the period ended December 28, 2013. Our audits also included the financial statement schedule listed in the Index at Part IV, Item 15. These financial statements and schedule are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements and schedule based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Intel Corporation at December 28, 2013 and December 29, 2012, and the consolidated results of its operations and its cash flows for each of the three years in the period ended December 28, 2013, in conformity with U.S. generally accepted accounting principles. Also, in our opinion, the related financial statement schedule, when considered in relation to the basic financial statements taken as a whole, presents fairly in all material respects the information set forth therein.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), Intel Corporation's internal control over financial reporting as of December 28, 2013, based on criteria established in Internal Control—Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (1992 Framework) and our report dated February 14, 2014 expressed an unqualified opinion thereon.

Ernst + Young LLP

San Jose, California
February 14, 2014

Proxy Statement

notice of 2014 annual stockholders' meeting

MAY 22, 2014 ■ SANTA CLARA, CA

REPORT OF THE COMPENSATION COMMITTEE

The Compensation Committee, which is composed solely of independent directors of the Board of Directors, assists the Board in fulfilling its responsibilities with regard to compensation matters, and is responsible under its charter for determining the compensation of Intel's executive officers. The Compensation Committee has reviewed and discussed the "Compensation Discussion and Analysis" section of this proxy statement with management, including our Chief Executive Officer, Brian M. Krzanich, and our Chief Financial Officer, Stacy J. Smith. Based on this review and discussion, the Compensation Committee recommended to the Board of Directors that the "Compensation Discussion and Analysis" section be included in Intel's 2013 Annual Report on Form 10-K (incorporated by reference) and in this proxy statement.

Compensation Committee
David S. Pottruck, Chairman
John J. Donahoe
David B. Yoffie

EXECUTIVE COMPENSATION

The following table lists the annual compensation for fiscal years 2013, 2012, and 2011 of our current CEO, former CEO, CFO, former executive officer, and our three other most highly compensated executive officers in 2013 (referred to as listed officers).

2013 Summary Compensation Table

Name and Principal Position	Year	Salary ($)	Bonus[1] ($)	Stock Awards ($)	Option Awards ($)	Non-Equity Incentive Plan Compensation ($)	Change in Pension Value and Non-Qualified Deferred Compensation Earnings[2] ($)	All Other Compensation ($)	Total ($)
Brian M. Krzanich	2013	887,500	—	5,273,300	1,310,500	1,866,600	—	215,700	9,553,600
Chief Executive Officer	2012	700,000	—	12,363,700	883,500	1,800,900	12,000	115,100	15,875,200
	2011	560,000	10,700	2,486,200	611,400	1,151,800	21,000	119,200	4,960,300
Paul S. Otellini	2013	512,500	—	4,000,000	—	1,839,900	—	299,700	6,652,100
Former President and	2012	1,200,000	—	9,940,400	1,963,200	5,234,500	120,000	523,200	18,981,300
Chief Executive Officer	2011	1,100,000	34,000	7,331,100	1,802,800	6,429,500	319,000	475,500	17,491,900
Renée J. James	2013	775,000	—	4,511,800	1,107,700	1,492,400	—	142,800	8,029,700
President	2012	650,000	—	12,363,700	883,500	1,265,100	46,000	109,000	15,317,300
	2011	550,000	10,600	2,486,200	611,400	1,150,900	69,000	118,600	4,996,700
Andy D. Bryant	2013	760,000	—	3,451,000	894,500	1,222,400	—	108,000	6,435,900
Chairman of the Board	2012	760,000	—	3,597,200	883,500	1,416,100	109,000	161,000	6,926,800
	2011	760,000	15,400	3,251,200	799,500	1,912,000	319,000	189,200	7,246,300
Stacy J. Smith	2013	650,000	—	3,711,000	894,500	1,093,100	—	111,000	6,459,600
Executive Vice President	2012	650,000	—	12,363,700	883,500	1,265,900	108,000	128,100	15,399,200
and Chief Financial Officer	2011	635,000	12,400	3,251,200	799,500	1,386,000	170,000	133,500	6,387,600
Thomas M. Kilroy[3] Executive Vice President, General Manager, Sales & Marketing	2013	625,000	—	3,005,900	745,400	1,091,400	—	110,100	5,577,800
David Perlmutter[4]	2013	700,000	—	3,711,000	894,500	1,571,300	322,500	448,300	7,647,600
Former Executive Vice	2012	700,000	12,200	12,363,700	883,500	1,800,700	473,900	337,800	16,559,600
President and Chief Product Officer	2011	670,000		3,251,200	799,500	1,401,500	674,500	404,700	7,213,600

[1] *These were special bonuses paid to all eligible employees in 2011, including the listed officers, for their contribution in achieving an Intel milestone: Intel's first year when revenue exceeded $50 billion. These special bonuses were equivalent to three days of compensation for 2011.*

[2] *Certain inputs used by external vendors to calculate the 2012 Change in Pension Value and Non-Qualified Deferred Compensation Earnings were inaccurate (and the 2011 amount for Mr. Perlmutter only). These prior-year amounts have been corrected accordingly. In addition, in 2013 the following listed officers had a loss in pension value of the following amounts: Mr. Krzanich ($12,000), Mr. Otellini ($106,000), Ms. James ($45,000), Mr. Bryant ($93,000), Mr. Smith ($110,000), and Mr. Kilroy ($159,000).*

[3] *Mr. Kilroy was not a listed officer in 2012 or 2011.*

[4] *Mr. Perlmutter retired from his position in October 2013 and from the company in February 2014. Mr. Perlmutter receives his cash compensation in Israeli shekels. The amounts reported above in the "Salary" column and the annual incentive cash payment included in the "Non-Equity Incentive Plan Compensation" column for 2013, 2012, and 2011 are based on the amount approved by the Compensation Committee in U.S. dollars and therefore do not take into account increases or decreases that could result from the amount being converted into and paid in shekels. The amounts reported above in the "Bonus" column, certain amounts included in the "Non-Equity Incentive Plan Compensation" column, the amounts in the "Change in Pension Value and Non-Qualified Deferred Compensation Earnings" column, and certain amounts included in the "All Other Compensation" column for 2013, 2012, and 2011 were converted to U.S. dollars using a rate of 3.51, 3.75, and 3.78 shekels per dollar, calculated as of December 28, 2013, December 29, 2012, and December 31, 2011, respectively.*

Total Compensation. Total compensation for listed officers as reported in the Summary Compensation table decreased an average of 43% from 2012 to 2013.

Equity Awards. Under SEC rules, the values reported in the "Stock Awards" and "Option Awards" columns of the Summary Compensation table reflect the aggregate grant date fair value, computed in accordance with Financial Accounting Standards Board Accounting Standards Codification Topic 718 (FASB ASC Topic 718), of grants of stock options and stock awards to each of the listed officers in the years shown.

The grant date fair values of OSUs are provided to us by Radford, an Aon Hewitt company, using the Monte Carlo simulation valuation method. We calculate the grant date fair value of an RSU by taking the average of the high and low trading prices of Intel common stock on the date of grant and reducing it by the present value of dividends expected to be paid on Intel common stock before the RSU vests, because we do not pay or accrue dividends or dividend-equivalent amounts on unvested RSUs. We calculate the grant date fair value of stock options using the Black-Scholes option pricing model.

The following table includes the assumptions used to calculate the aggregate grant date fair value of awards reported for 2013, 2012, and 2011 on a grant-date by grant-date basis.

	Assumptions			
Grant Date	Volatility (%)	Expected Life (Years)	Risk-Free Interest Rate (%)	Dividend Yield (%)
1/24/11	27	5.2	1.6	3.4
1/24/12	25	5.4	0.6	3.1
1/24/13	25	5.2	0.7	4.3
5/16/13	23	5.2	0.7	3.7

Non-Equity Incentive Plan Compensation. The amounts in the "Non-Equity Incentive Plan Compensation" column of the Summary Compensation table include annual incentive cash payments made under the annual incentive cash plan and semiannual incentive cash payments. The allocation of payments was as follows:

Name	Year	Annual Incentive Cash Payments ($)	Semiannual Incentive Cash Payments ($)	Total Incentive Cash Payments ($)
Brian M. Krzanich	2013	1,752,100	114,500	1,866,600
	2012	1,692,000	108,900	1,800,900
	2011	1,067,200	84,600	1,151,800
Paul S. Otellini	2013	1,803,500	36,400	1,839,900
	2012	4,982,000	252,500	5,234,500
	2011	6,160,000	269,500	6,429,500
Renée J. James	2013	1,394,000	98,400	1,492,400
	2012	1,175,000	90,100	1,265,100
	2011	1,067,200	83,700	1,150,900
Andy D. Bryant	2013	1,139,300	83,100	1,222,400
	2012	1,311,300	104,800	1,416,100
	2011	1,790,200	121,800	1,912,000
Stacy J. Smith	2013	1,020,800	72,300	1,093,100
	2012	1,175,000	90,900	1,265,900
	2011	1,288,000	98,000	1,386,000
Thomas M. Kilroy[1]	2013	1,020,800	70,600	1,091,400
David Perlmutter	2013	1,476,000	95,300	1,571,300
	2012	1,692,000	108,700	1,800,700
	2011	1,306,400	95,100	1,401,500

[1] *Mr. Kilroy was not a listed officer in 2012 or 2011.*

Change in Pension Value and Non-Qualified Deferred Compensation Earnings. The actuarial present value of the benefit that the listed officers have in the tax-qualified pension plan arrangement, which offsets the non-qualified pension plan benefit (other than for Mr. Perlmutter), decreased as of the 2013 fiscal year-end compared with the 2012 fiscal year-end value, and accordingly is reported as zero pursuant to SEC rules. Since the benefit is a fixed dollar amount payable at age 65, year-to-year differences in the present value of the accumulated benefit arise solely from changes in the interest rate used to calculate present value and the participant's age approaching 65. The listed officers (other than Mr. Perlmutter) had an overall decrease in 2013 because the interest rate used to calculate present value increased from 3.9% for 2012 to 4.8% for 2013. They had an overall increase in 2012 because the interest rate used to calculate present value decreased from 4.7% for 2011 to 3.9% for 2012, and they had an overall increase in 2011 because the interest rate used to calculate present value decreased from 5.8% for 2010 to 4.7% for 2011. Mr. Perlmutter participated in a pension savings plan and a severance plan as well as an adaptation plan for Israeli employees, which are explained further in "Retirement Plans for Mr. Perlmutter" following the Pension Benefits for Fiscal Year 2013 table. The changes in pension value reported above in the Summary Compensation table are the increases in the balance of the pension savings plan (less Mr. Perlmutter's contributions) and the increases in the actuarial present values for the severance and adaptation plans explained below.

All Other Compensation. The amounts in the "All Other Compensation" column of the Summary Compensation table include tax-qualified discretionary company contributions to the retirement contribution plan, discretionary company contributions credited under the retirement contribution component of the non-qualified deferred compensation plan, matching charitable contributions from the Intel Foundation, payments made in connection with listed officer financial planning, payments for home security services, and payments in connection with listed officer relocations, as detailed in the table below. Amounts included in the "Retirement Plan Contributions" column will be paid to the listed officers only upon the earliest to occur of retirement, termination (receipt may be deferred but not later than reaching age 70½), disability, or death. Amounts included in the "Deferred Compensation Plan Contributions" column will be paid to the listed officers after a fixed period of years or upon termination of employment, in accordance with irrevocable elections made at the time that compensation is deferred.

Name	Year	Retirement Plan Contributions ($)	Deferred Compensation Plan Contributions ($)	Matching Charitable Contributions ($)	Financial Planning ($)	Home Security Services ($)	Relocation Payments ($)	Total All Other Compensation ($)
Brian M. Krzanich	2013	12,800	121,200	—	16,700	65,000	—	215,700
	2012	15,000	97,600	—	2,500	—	—	115,100
	2011	14,700	104,500	—	—	—	—	119,200
Paul S. Otellini	2013	12,800	270,200	—	16,700	—	—	299,700
	2012	15,000	444,800	—	4,800	58,600	—	523,200
	2011	14,700	460,800	—	—	—	—	475,500
Renée J. James	2013	12,800	89,000	—	—	41,000	—	142,800
	2012	15,000	94,000	—	—	—	—	109,000
	2011	14,700	103,900	—	—	—	—	118,600
Andy D. Bryant	2013	12,800	95,200	—	—	—	—	108,000
	2012	15,000	146,000	—	—	—	—	161,000
	2011	14,700	169,500	5,000	—	—	—	189,200
Stacy J. Smith	2013	12,800	82,300	—	15,900	—	—	111,000
	2012	15,000	107,900	—	5,200	—	—	128,100
	2011	14,700	118,800	—	—	—	—	133,500
Thomas M. Kilroy[1]	2013	12,800	80,900	—	16,400	—	—	110,100
David Perlmutter[2]	2013	—	—	—	—	—	448,300	448,300
	2012	—	—	—	—	—	337,800	337,800
	2011	—	—	—	—	—	404,700	404,700

[1] *Mr. Kilroy was not a listed officer in 2012 or 2011.*

[2] *In 2006, Mr. Perlmutter relocated to the United States from Israel with an original assignment for a two-year period, which was extended until 2013. Since this was a temporary assignment, Mr. Perlmutter received a two-way relocation package. This package contained the same elements as a standard Intel employee relocation package. Intel's relocation packages include monetary allowances and moving services to help employees relocate, and are designed to meet the business needs of Intel and the personal needs of Intel employees and their families. Relocation packages apply to all employees based on set criteria, such as duration of the assignment, destination for the assignment, family size, and other needs as applicable.*