

INTEL CORP  
Form 8-K  
May 27, 2015

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

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FORM 8-K

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CURRENT REPORT

Pursuant to Section 13 OR 15(d)

of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 21, 2015

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INTEL CORPORATION  
(Exact name of registrant as specified in its charter)

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Delaware 000-06217 94-1672743  
(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

2200 Mission College Blvd., Santa Clara, California 95054-1549

(Address of principal executive offices) (Zip Code)

(408) 765-8080

(Registrant's telephone number, including area code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

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Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 5.07 Submission of Matters to a Vote of Security Holders.

Intel's Annual Stockholders' Meeting was held on May 21, 2015. At the meeting:

- 1) stockholders elected 11 persons to serve as directors of Intel;
- 2) stockholders ratified the selection of Ernst & Young LLP to serve as the independent registered public accounting firm of Intel for 2015;
- 3) stockholders approved, on an advisory basis, Intel's executive compensation;
- 4) stockholders approved the amendment and extension of the 2006 Equity Incentive Plan;
- 5) stockholders approved the extension of the 2006 Stock Purchase Plan;
- 6) stockholders did not approve the stockholder proposal entitled "Holy Land Principles";
- 7) stockholders did not approve the stockholder proposal on whether the Chairman of the Board should be an independent director;
- 8) stockholders did not approve the stockholder proposal on whether to adopt an alternative vote counting standard.

Set forth below, with respect to each such matter, are the number of votes cast for or against, the number of abstentions and the number of broker non-votes.

1) Election of Directors

| Nominee             | For           | Against       | Abstain    | Broker Non-Votes |
|---------------------|---------------|---------------|------------|------------------|
| Charlene Barshefsky | 3,030,607,697 | 69,767,343    | 13,565,316 | 907,056,766      |
| Aneel Bhusri        | 3,083,671,110 | 16,333,976    | 13,935,270 | 907,056,766      |
| Andy D. Bryant      | 3,042,218,549 | 58,302,195    | 13,419,612 | 907,056,766      |
| Susan L. Decker     | 3,084,206,599 | 13,291,820    | 16,441,937 | 907,056,766      |
| John J. Donahoe     | 2,002,454,970 | 1,093,251,454 | 18,233,932 | 907,056,766      |
| Reed E. Hundt       | 3,049,628,487 | 50,459,202    | 13,852,667 | 907,056,766      |
| Brian M. Krzanich   | 3,075,372,916 | 27,283,292    | 11,284,148 | 907,056,766      |
| James D. Plummer    | 3,083,659,673 | 16,079,886    | 14,200,797 | 907,056,766      |
| David S. Pottruck   | 3,036,893,897 | 62,691,124    | 14,355,335 | 907,056,766      |
| Frank D. Yeary      | 3,084,551,371 | 15,475,365    | 13,913,620 | 907,056,766      |
| David B. Yoffie     | 3,036,669,462 | 62,813,480    | 14,457,414 | 907,056,766      |

2) Ratification of Selection of Independent Registered Public Accounting Firm

| For           | Against    | Abstain    | Broker Non-Votes |
|---------------|------------|------------|------------------|
| 3,963,483,058 | 38,588,182 | 18,925,882 | 0                |

3) Advisory Vote to Approve Executive Compensation

| For           | Against     | Abstain    | Broker Non-Votes |
|---------------|-------------|------------|------------------|
| 2,959,136,138 | 133,584,653 | 21,219,565 | 907,056,766      |

4) Approval of Amendment and Extension of the 2006 Equity Incentive Plan

| For           | Against     | Abstain    | Broker Non-Votes |
|---------------|-------------|------------|------------------|
| 2,860,550,936 | 234,316,302 | 19,073,118 | 907,056,766      |

5) Approval of Extension of the 2006 Stock Purchase Plan

| For           | Against    | Abstain    | Broker Non-Votes |
|---------------|------------|------------|------------------|
| 3,054,955,669 | 42,308,094 | 16,676,593 | 907,056,766      |

6) Stockholder proposal entitled "Holy Land Principles"

| For        | Against       | Abstain     | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 81,866,381 | 2,465,967,886 | 566,106,089 | 907,056,766      |

7) Stockholder proposal on whether the Chairman of the Board should be an independent director

| For         | Against       | Abstain    | Broker Non-Votes |
|-------------|---------------|------------|------------------|
| 936,315,638 | 2,157,762,153 | 19,862,565 | 907,056,766      |

8) Stockholder proposal on whether to adopt an alternative vote counting standard

| For         | Against       | Abstain    | Broker Non-Votes |
|-------------|---------------|------------|------------------|
| 243,104,023 | 2,846,803,481 | 24,032,852 | 907,056,766      |

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**INTEL CORPORATION**  
(Registrant)

Date: May 27, 2015 /s/ Suzan A. Miller  
Suzan A. Miller  
Corporate Secretary