

November 19, 2010

VIA E-MAIL (rule-comments@sec.gov)
Securities and Exchange Commission
100 F Street NE Washington, D.C. 20549-1090
Attn: Elizabeth M. Murphy, Secretary

Re: Reporting of Proxy Votes on Executive Compensation and Other Matters File No.: S7-30-10
Release Nos.: 34-63123; IC-29463

Dear Ms. Murphy:

This letter from Intel Corporation is in response to the Securities and Exchange Commission's ("SEC") request for comment in Release No. 34-63123 (the "Proposal") regarding changes to the process for reporting votes on executive compensation matters by institutional investors ("Section 14A Votes").

We believe the SEC should not require institutional investment managers to report Section 14A Votes for all securities. We believe managers should only report Section 14A Votes with respect to securities that a manager has previously reported or been required to report on Form 13F. This would permit managers to omit votes with respect to securities where the manager holds less than 10,000 shares and less than \$200,000 in aggregate fair market value. If the SEC requires all Section 14A Votes to be reported, the value of the Form 13F de minimus threshold would be greatly reduced, as managers would have to report all of their small holdings on Form N-PX anyway. We believe the Form 13F de minimus threshold should be applied in the context of reporting Section 14A Votes on Form N-PX because it reduces the record keeping and reporting burden on managers who hold small positions.

We appreciate the opportunity to have submitted these comments. Please contact the undersigned at 408-765-4747 or Douglas Stewart at 408-765-5532 if you would like to discuss these comments in further detail.

Teresa L. Remillard
Assistant Director, Legal and Corporate Affairs