UNITED STATES OF AMERICA
BEFORE FEDERAL TRADE COMMISSION

COMMISSIONERS: Jon Leibowitz, Chairman
William E. Kovacic
J. Thomas Rosch
Edith Ramirez
Julie Brill

_____

In the Matter of	)	
	)	
INTEL CORPORATION,	)	Docket No. 9341
	)	
Respondent.	)	

_____)

AGREEMENT CONTAINING CONSENT ORDER

This Agreement Containing Consent Order ("Consent Agreement"), by and between Complaint Counsel and Intel Corporation ("Respondent"), by its duly authorized officer and attorneys, is entered into in accordance with the Commission's Rules governing consent order procedures. In accordance therewith the parties hereby agree that:

1. "Respondent" or "Intel" means Intel Corporation, its directors, officers, employees, agents, representatives, predecessors, successors, and assigns; and its joint ventures, subsidiaries, divisions, groups and affiliates controlled by Intel; and the respective directors, officers, employees, agents, representatives, predecessors, successors, and assigns of each. Respondent Intel Corporation is a corporation organized, existing and doing business under and by virtue of the laws of the State of Delaware with its office and principal place of business located at Mission College Boulevard, Santa Clara, California 95054.

2. Respondent has been served with a copy of the Complaint issued by the Commission charging it with violation of Section 5 of the Federal Trade Commission Act, as amended, and has filed its Answer to the Complaint denying those charges and asserting affirmative defenses.

3. Respondent admits all the jurisdictional facts set forth in the Complaint.

4. Respondent waives:

    a. any further procedural steps;

b. the requirement that the Commission's Decision and Order ("Decision and Order") contain a statement of findings of fact and conclusions of law.

c. all rights to seek judicial review or otherwise challenge or contest the validity of the Commission's Decision and Order; and

d. any claim under the Equal Access to Justice Act

5. This Consent Agreement shall not become part of the public record of the proceeding unless and until it is accepted by the Commission. If this Consent Agreement is accepted by the Commission, it will be placed on the public record for a period of thirty (30) days and information in respect thereto publicly released. The Commission thereafter may either withdraw its acceptance of this Consent Agreement and so notify Respondent, in which event it will take such action as it may consider appropriate, or issue and serve its Decision and Order in disposition of the proceeding.

6. This Consent Agreement is for settlement purposes only and does not constitute an admission by Respondent that the law has been violated as alleged in the Complaint, or that the facts as alleged in the Complaint, other than jurisdictional facts, are true.

7. This Consent Agreement contemplates that, if it is accepted by the Commission, and if such acceptance is not subsequently withdrawn by the Commission pursuant to the provisions of Commission Rule 3.25(f), 16 C.F.R. § 3.25(f), the Commission may, without further notice to Respondent: (1) issue the Decision and Order, and (2) make information public thereto. When final the Decision and Order shall have the same force and effect, and may be altered, modified or set aside in the same manner and within the same time provided by statute for Commission orders. The Decision and Order shall become final upon service. Delivery of the Decision and Order to Respondent by any means specified in Commission Rule 4.4(a), 16 C.F.R. § 4.4(a), shall constitute service. Respondent waives any right it may have to any other manner of service. The Complaint may be used in construing the terms of the Decision and Order, and no agreement, understanding, representation, or interpretation not contained in the Decision and Order or the Consent Agreement may be used to vary or contradict the terms of the Decision and Order.

8. By signing this Consent Agreement, Respondent represents and warrants that it can accomplish the full relief contemplated by the Consent Agreement and the attached Decision and Order, and that all parents, subsidiaries, affiliates, and successors necessary to effectuate the full relief contemplated by this Consent Agreement and Decision and Order are bound thereby as if they had signed this Consent Agreement and were made parties to this proceeding and to the Decision and Order.

9. Respondent shall submit an initial compliance report no later than thirty (30) days after the Commission places the Consent Agreement on the public record, in each case pursuant to Commission Rule 2.33, 16 C.F.R. § 2.33, signed by the Respondent, setting forth in detail the manner in which the Respondent has to date complied or has prepared to comply, and will comply with this Agreement and with the Decision and Order

10. Respondent has read the Decision and Order contemplated hereby. Respondent understands that once the Decision and Order has been issued, it will be required to file one or more compliance reports showing that it has fully complied with the Decision and Order. Respondent agrees to comply with the Decision and Order from the date it signs this Consent Agreement. Respondent further understands that it may be liable for civil penalties in the amount provided by law for each violation of the Decision and Order after it becomes final.

INTEL CORPORATION   **FEDERAL TRADE COMMISSION**

By:_____   _____
    A. Douglas Melamed   J. Robert Robertson
    Senior Vice President & General Counsel   Complaint Counsel
    Intel Corporation   Bureau of Competition

                                                   Approved:

                                                   _____
                                                   Richard A. Feinstein
                                                   Director
                                                   Bureau of Competition

Dated: July 28, 2010