

【表紙】

【提出書類】 外国会社臨時報告書

【提出先】 関東財務局長

【提出日】 2026年1月13日

【会社名】 インテル・コーポレーション
(Intel Corporation)

【代表者の役職氏名】 コーポレートヴァイスプレジデント兼企業法務グループ長
パトリック・ボムバッハ
(Patrick Bombach,
Corporate Vice President, Head of Corporate Legal Group)

【本店の所在の場所】 米国95054-1549カリフォルニア州サンタクララ、
ミッション・カレッジ・ブルバード 2200
(2200 Mission College Boulevard, Santa Clara, California
95054-1549 U.S.A.)

【代理人の氏名又は名称】 弁護士 樋口 航

【代理人の住所又は所在地】 東京都千代田区大手町一丁目1番1号 大手町パークビルディング
アンダーソン・毛利・友常法律事務所外国法共同事業

【電話番号】 03-6775-1000

【事務連絡者氏名】 弁護士 村上 友哉

【連絡場所】 東京都千代田区大手町一丁目1番1号 大手町パークビルディング
アンダーソン・毛利・友常法律事務所外国法共同事業

【電話番号】 03-6775-1000

【縦覧に供する場所】 該当事項なし

注(1) 本書において、文脈上別段の指示がある場合を除き、「当社」又は「インテル」とは、文脈に応じてインテル・コーポレーション又はインテル・コーポレーション及びインテル・コーポレーションの連結子会社を指す。

注(2) 本書において便宜上記載されている円金額は、1米ドル=156.56円の換算率（株式会社三菱UFJ銀行発表の2025年12月30日現在の対顧客電信直物相場から算出した仲値）により換算されており、1円未満は四捨五入している。

注(3) 本書中の表で計数が四捨五入されている場合、合計は計数の総和と必ずしも一致しない。

1. In this document, unless the context requires otherwise, "Company" or "Intel" means Intel Corporation or Intel Corporation and its consolidated subsidiaries depending on the context.
2. Amounts in JPY indicated for the sake of convenience in this document are converted at an exchange rate of US\$1 = JPY156.56 (mean of the Telegraph Transfer Spot Selling and Buying Exchange Rates quoted to customers by MUFG Bank, Ltd. on December 30, 2025), and amounts less than JPY1 have been rounded to the nearest whole JPY.
3. Where figures in this document have been rounded, the totals may not necessarily be equal to the sum of the figures.

1 【提出理由】

当社は、2025年8月18日開催の取締役会株式募集委員会において、当社普通株式（以下「Shares」という。）を発行することを決議し、同決議に従って2025年9月26日付で本邦以外の地域において当社普通株式を発行したため、金融商品取引法第24条の5第4項及び企業内容等の開示に関する内閣府令第19条第2項第2号の規定に基づき、本臨時報告書を提出する。

2 【報告内容】

(1) Type and Name of Securities to Be Issued:

Common stock

(2) Number of Securities to Be Issued:

86,956,522 shares

(3) Issue Price and Amount to be Capitalized:

Issue Price: US\$23.00 (approx. JPY3,601) per share

Amount to be Capitalized: US\$23.00 (approx. JPY3,601) per share

(4) Total Issue Price and Total Amount to Be Capitalized:

Total Issue Price: US\$2,000,000,000 (approx. JPY313,120,000,000)

Total Amount to Be Capitalized: US\$2,000,000,000 (approx. JPY313,120,000,000)

(5) Description of Shares:

Common stock, US\$0.001 per value, listed on the Nasdaq Global Select Market

(6) Method of Issuance:

The issuance and sale were undertaken pursuant to a Securities Purchase Agreement (the "Purchase Agreement"), dated August 28, 2025, between the Company and Softbank Group Corp., in a private placement relying upon the exemption provided by Section 4(a)(2) of the Securities Act of 1933 as a transaction not involving a public offering.

(7) Name of Underwriters:

Not applicable

(8) Area in Which Offering will be Made:

United States of America

(9) Total Proceeds from Issuance of the Shares and Details, Amount and Timing of Each Use of Proceeds:

(i) Total proceeds from issuance of the Shares: US\$2,000,000,000 (approx. JPY313,120,000,000)

(ii) Use of proceeds: Undetermined

(iii) Timing of each use of proceeds: Undetermined

(10) Date of Issuance:

September 26, 2025

(11) Name of Stock Exchange on Which the Securities will be Listed:

Not applicable. However, the Shares will be listed on the Nasdaq Global Select Market.

(12) Details of Restriction on the Transfer of Shares set forth in Article 1-7 of the Order for Enforcement of the Financial Instruments and Exchange Law and any Other Restrictions on the Transfer of Shares:

Not applicable

(13) Details of the Arrangement between the Acquirers and the Company for Term and Other Matters Related to the Holding of the Shares:

Intel entered into an agreement with SoftBank Group Corp. to issue and sell to SoftBank Capital Partners LLC 86,956,522 shares of our common stock at US\$23.00 per share, representing an aggregate cash purchase price of US\$2,000,000,000.

(14) Matters to Be Noted on the Third-party Allotment:

(i) Condition of the Entity to Which the Shares Are to Be Allotted

a. Description of the Entity to Which the Shares Are to Be Allotted

Outline of the entity to which the Shares are to be allotted	Name	SoftBank Capital Partners LLC	
	Address of head / registered office	130 West 25th Street New York, NY 10001	
	Name and contact information of the person in charge of the principal office in Japan	Not Applicable	
	Name and title of the representative	The information is not acquired, thus, we have not filled in this section.	
	Paid-in-capital	The information is not acquired, thus, we have not filled in this section.	
	Outline of the business	The information is not acquired, thus, we have not filled in this section.	
	Principal investor and percentage of its capital contributions	The information is not acquired, thus, we have not filled in this section.	
Relationship with the Company	Investments	Number of Softbank Capital Partners LLC's shares held by the Company	Not Applicable
		Number of the Company's shares held by Softbank Capital Partners LLC	Not Applicable
	Personnel affairs	Intel's CEO formerly served on a board of directors of SoftBank Group Corp. until June 2022	
	Funds	Not Applicable	
	Technology	Not Applicable	
	Business	Not Applicable	

b. Reasons for the Selection of the Entity to Which the Shares Are to Be Allotted

The investment comes as both Intel and SoftBank Group deepen their commitment to investing in advanced technology and semiconductor innovation in the United States.

c. Number of Shares to Be Allotted

86,956,522 shares

d. Policies on the Holding of Shares, etc.

Not Applicable

e. Conditions (status) of Fund, etc. Required for Payment

Payment for the Shares is completed.

f. Current Status of the Entity to Which the Shares Are to Be Allotted

To the best of the Company's knowledge, Softbank Group Corp. and SoftBank Capital Partners LLC are not related to any gangs or anti-social force

(ii) Restriction on Transfer of Shares, etc.

Not applicable

(iii) Matters on Conditions for Issuance

a. Basis for Calculation of Issue Price

Price agreed to pursuant to the terms of the Purchase Agreement.

b. Rationality of Conditions of Issuance

Not applicable

(iv) Matters to Be Noted in Relation to Significant Third-party Allotment

Not applicable

(v) Major Shareholders after the Third-party Allotment

Names of major shareholders	Address	Number of shares owned before the allotment	Percentage of total shares outstanding before the allotment	Number of shares owned after the allotment	Percentage of total shares outstanding after the allotment
1. Government of the United States of America	1800 F Street NW Washington, DC 20405	N/A	N/A	433,323,000	9.08%
2. BlackRock Fund Advisors	400 Howard Street San Francisco, CA 94105-2618	385,862,265	8.82%	392,839,141	8.24%
3. The Vanguard Group, Inc.	100 Vanguard Boulevard V 26 Malvern, PA 19355-2331	379,127,854	8.66%	390,829,684	8.19%
4. SSgA Funds Management, Inc.	1 Iron Street Boston, MA 02210-1641	203,617,629	4.65%	202,822,384	4.25%
5. Invesco US	3500 Lacey Road Suite 700 Downers Grove, IL 60515-5456	136,284,738	3.11%	139,140,117	2.92%
6. Geode Capital Management LLC	100 Summer Street 12th Floor Boston, MA 02110-2138	97,563,079	2.23%	98,806,714	2.07%
7. SoftBank Capital Partners LLC	130 West 25th Street New York, NY 10001	N/A	N/A	86,956,522	1.82%
8. Capital Research & Management Co. (World Investors)	333 South Hope Street 55th floor Los Angeles, CA 90071-1406	65,272,406	1.49%	86,503,121	1.81%
9. PRIMECAP Management Co.	177 East Colorado Boulevard 11th floor Pasadena, CA 91105-1986	80,298,180	1.83%	79,405,510	1.66%
10. Norges Bank Investment Management	Bankplassen 2 Oslo, 0107 Norway	70,507,949	1.61%	70,507,949	1.48%

(vi) Necessity of Significant Third-party Allotment

Not applicable

(vii) Schedule and Description of Combination of Shares, etc.

Not applicable

(viii) Other Reference Information

Not applicable

(15) Paid-in Capital and Total Number of Shares Outstanding as of the Filing Date:

(i) Paid-in Capital

US\$56,755 million (approx. JPY8,885,562,800,000)

(ii) Total Number of Shares Outstanding

Common Stock: 4,766 million

以上