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Intel Returns to Physical In-Person Stakeholder Meeting for 2010

“In the fall of 2009 Intel indicated it was going to attempt an experiment and hold its’ 2010 stockholders meeting entirely on the web, moving from a physical annual meeting to a virtual meeting.

A number of shareholders expressed support for the expansion of the annual meeting via the web, but voiced concerns about the elimination of the physical meeting and the lack of accountability of the Board and top management if there was no physical meeting with in-person interaction possible. This would be particularly true if stockholder resolutions were being presented or probing questions asked of Board members.

Intel discussed this issue with investors seeking advice on ways to make the virtual meeting as fair and transparent as possible and also discussed concerns about the downside of eliminating the physical meeting.

Concerned investors wrote letters, talked to management and several actually filed a shareholder proposal urging a continuation of physical stockholder meetings.

After deliberation, in January Intel reported to concerned investors that they had decided to continue to hold a physical annual meeting in 2010 and were putting aside the virtual only meeting.

Investors led by Walden Asset Management and United for a Fair Economy (UFE) commended Intel and UFE withdrew the shareholder resolution on the issue. A UFE member had filed the resolution along with Walden clients.

They indicated support for creative expanded virtual access to the stockholders meeting stressing it must be combined with an in-person meeting.

In addition, two other resolutions were withdrawn after discussions with Intel, one asking for increased transparency on succession planning and the other on Board diversity.

For more information contact Timothy Smith at Walden Asset Management at 617-726-7155 or tsmith@bostontrust.com or Mike Lapham at UFE.”
(mlapham@responsiblewealth.org or 617-423-2148 ext. 112)

Text of Email – sent January 19, 2010 by

Cary Klaffer
Corporate Secretary
Intel

Corporate Secretary Providing Company Perspective

Tim and Mike,

Intel has held an Annual Stockholders’ Meeting with web access for 10 years. In 2009 we were able to expand the functionality of the web with the goal of using new technology to extend our reach to as many stockholders as possible. The new platform worked very well and, as has been the case in recent years, we had more attendees via the web than in person.

Building on that success, as you are aware, we considered conducting our annual meeting completely online in 2010. We felt confident that a web-only meeting would enable Intel to reach out to as many stockholders as possible without reducing the ability of stockholders to have a robust question and answer session with management and the Intel Board of Directors. At the same time, stockholder interests would be protected because of the reduced costs of holding the meeting online.

We believe that the web-only meeting is a concept that has tremendous potential to increase stockholder engagement in the 21st century. However, we heard the concerns and questions from stockholders about a web-only meeting. For that reason, while we still support the idea of conducting web-only annual meetings, we will again hold a physical meeting with web access this year.

We will continue to consider how technology can best help us raise the effectiveness of our Annual Stockholders’ Meeting, and we will continue to include concerned stockholders, such as you, in the discussion. We believe it is the corporate governance philosophy and practices of individual corporations which determines if any tool, such as the web-only meeting, is used in a forward-looking manner or not; the tool itself is not inherently problematic and of course there have been examples of poor practices by issuers at live meetings.

Intel’s meetings with stockholders reach well beyond the annual meeting. Intel meets with its stockholders on a continuing basis throughout the year; members of senior management, business units and representatives from Investor Relations, Corporate

Social Responsibility, Sustainability and others regularly meet with stockholders in face-to-face and internet-accessible venues.

Our doors are always open to stockholders and we look forward to speaking with you and your colleagues about the development of standards and practices for web-only meetings that can hopefully assuage your concerns and offer a helpful guide to companies generally.