

INTEL CORP  
Form 3  
March 24, 2005

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â HOLT WILLIAM M		(Month/Day/Year)	INTEL CORP [INTC]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		03/23/2005		
INTEL CORPORATION,Â 2200 MISSION COLLEGE BLVD.			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			VICE PRESIDENT	
SANTA CLARA,Â CAÂ 95052			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
COMMON	26,934	D	Â
COMMON	21,010	I	Trust for Self and Spouse
COMMON	1,601	I	By Son
COMMON	1,601	I	By Daughter
COMMON	2	I	By 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (right to buy)	04/22/2002	04/22/2007	COM.STK	22,400	\$ 17.42	D	Â
Employee Stock Option (right to buy)	04/14/2003	04/14/2008	COM.STK	27,200	\$ 19	D	Â
Employee Stock Option (right to buy)	04/13/2004	04/13/2009	COM.STK	25,500	\$ 30.7	D	Â
Employee Stock Option (right to buy)	04/25/2005	04/25/2010	COM.STK	25,500	\$ 61.19	D	Â
Employee Stock Option (right to buy)	03/21/2002	03/21/2011	COM.STK	10,684	\$ 25.69	D	Â
Employee Stock Option (right to buy)	04/10/2006	04/10/2011	COM.STK	32,200	\$ 24.23	D	Â
Employee Stock Option (right to buy)	04/13/2007	10/31/2011	COM.STK	16,800	\$ 24.37	D	Â
Employee Stock Option (right to buy)	04/09/2007	04/09/2012	COM.STK	16,800	\$ 29.33	D	Â
Employee Stock Option (right to buy)	11/25/2003	11/25/2012	COM.STK	9,435	\$ 20.23	D	Â
Employee Stock Option (right to buy)	11/25/2004	11/25/2012	COM.STK	9,435	\$ 20.23	D	Â
Employee Stock Option (right to buy)	11/25/2005	11/25/2012	COM.STK	9,435	\$ 20.23	D	Â
Employee Stock Option (right to buy)	11/25/2006	11/25/2012	COM.STK	9,437	\$ 20.23	D	Â
Employee Stock Option (right to buy)	01/22/2008	01/22/2013	COM.STK	50,000	\$ 16.42	D	Â
Employee Stock Option (right to buy)	01/22/2009	01/22/2013	COM.STK	50,000	\$ 16.42	D	Â
Employee Stock Option (right to buy)	01/22/2010	01/22/2013	COM.STK	50,000	\$ 16.42	D	Â
Employee Stock Option (right to buy)	01/22/2011	01/22/2013	COM.STK	50,000	\$ 16.42	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOLT WILLIAM M INTEL CORPORATION 2200 MISSION COLLEGE BLVD. SANTA CLARA, CA 95052	^	^	^ VICE PRESIDENT	^

## Signatures

WILLIAM M.                      03/24/2005  
HOLT

\_\_Signature of                      Date  
Reporting Person

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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### Remarks:

1^ of^ 2^ Forms^ 3

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.