

INTEL CORP
Form 3
March 24, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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) 03/23/2005	INTEL CORP [INTC]
(Last) (First) (Middle)		
INTEL CORPORATION,Â 2200 MISSION COLLEGE BLVD.		4. Relationship of Reporting Person(s) to Issuer
(Street)		5. If Amendment, Date Original Filed(Month/Day/Year)
SANTA CLARA,Â CAÂ 95052		(Check all applicable)
(City) (State) (Zip)		<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
		6. Individual or Joint/Group Filing(Check Applicable Line) <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	0	D	Â

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)

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) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	04/22/2004	04/22/2013	COM.STK	42,000	\$ 18.63	D	Â
Employee Stock Option (right to buy)	04/22/2005	04/22/2013	COM.STK	42,000	\$ 18.63	D	Â
Employee Stock Option (right to buy)	04/22/2006	04/22/2013	COM.STK	36,300	\$ 18.63	D	Â
Employee Stock Option (right to buy)	04/22/2007	04/22/2013	COM.STK	33,900	\$ 18.63	D	Â
Employee Stock Option (right to buy)	04/15/2005	04/15/2014	COM.STK	18,750	\$ 27	D	Â
Employee Stock Option (right to buy)	04/15/2006	04/15/2014	COM.STK	18,750	\$ 27	D	Â
Employee Stock Option (right to buy)	04/15/2007	04/15/2014	COM.STK	18,750	\$ 27	D	Â
Employee Stock Option (right to buy)	04/15/2008	04/15/2014	COM.STK	18,750	\$ 27	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	Â	Â	Â VICE PRESIDENT	Â

Signatures

WILLIAM M.
HOLT 03/24/2005

**Signature of
Reporting Person

Date

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:

2Â ofÂ 2Â FormsÂ 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.