

INTEL CORP  
Form 4/A  
April 25, 2003

**FORM 4**

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

OMB APPROVAL

☐ Check this box if no  
longer subject to Section 16.  
Form 4 or Form 5  
obligations may continue.  
See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of  
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Company Act of 1940

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|                                                                                        |                                      |                                                    |                                                                                       |                                                                 |                                                                      |       |                                                                                                                                                                                                                                                                                                                                                |                                                          |                                                       |
|----------------------------------------------------------------------------------------|--------------------------------------|----------------------------------------------------|---------------------------------------------------------------------------------------|-----------------------------------------------------------------|----------------------------------------------------------------------|-------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| 1. Name and Address of Reporting Person*                                               |                                      |                                                    | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><b>INTEL CORPORATION (INTC)</b> |                                                                 |                                                                      |       | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input type="checkbox"/> Director<br><input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below)<br><input type="checkbox"/> Other (specify below)<br><br><b>EXECUTIVE VICE<br/>PRESIDENT, CHIEF<br/>FINANCIAL OFFICER</b> |                                                          |                                                       |
| (Last) (First) (Middle)<br><br><b>INTEL CORPORATION<br/>2200 MISSION COLLEGE BLVD.</b> |                                      |                                                    | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)         |                                                                 | 4. Statement for Month/Day/Year<br><b>4/24/03</b>                    |       | 7. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person                                                                                                                                 |                                                          |                                                       |
| (Street)<br><br><b>SANTA CLARA, CA 95052</b>                                           |                                      |                                                    |                                                                                       |                                                                 | 5. If Amendment, Date of Original (Month/Day/Year)<br><b>4/24/03</b> |       |                                                                                                                                                                                                                                                                                                                                                |                                                          |                                                       |
| (City) (State) (Zip)                                                                   |                                      |                                                    | <b>Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b> |                                                                 |                                                                      |       |                                                                                                                                                                                                                                                                                                                                                |                                                          |                                                       |
| 1. Title of Security (Instr. 3)                                                        | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8)                                                        | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) |                                                                      |       | 5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)                                                                                                                                                                                                                                                   | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|                                                                                        |                                      |                                                    | Code V                                                                                | Amount                                                          | (A) or (D)                                                           | Price |                                                                                                                                                                                                                                                                                                                                                |                                                          |                                                       |
| COMMON                                                                                 |                                      |                                                    |                                                                                       |                                                                 |                                                                      |       | 95,345                                                                                                                                                                                                                                                                                                                                         | D                                                        | (1)                                                   |
| COMMON                                                                                 |                                      |                                                    |                                                                                       |                                                                 |                                                                      |       | 2,368                                                                                                                                                                                                                                                                                                                                          | I                                                        | By Employee Benefit Plan Trust                        |
| COMMON                                                                                 |                                      |                                                    |                                                                                       |                                                                 |                                                                      |       | 1,600                                                                                                                                                                                                                                                                                                                                          | I                                                        | By son <sup>(2)</sup>                                 |
| COMMON                                                                                 |                                      |                                                    |                                                                                       |                                                                 |                                                                      |       | 1,600                                                                                                                                                                                                                                                                                                                                          | I                                                        | By daughter <sup>(3)</sup>                            |

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

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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**FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

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(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) |  | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 & 5) |  | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) |         | 7. Title and Amount of Underlying Securities<br>(Instr. 3 & 4) |        | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 4) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|-----------------------------------------------|--------------------------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|--|-----------------------------------------------------------------------------------------|--|-------------------------------------------------------------|---------|----------------------------------------------------------------|--------|-----------------------------------------------|-------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|-----------------------------------------------------------|
|                                               |                                                        |                                         |                                                       |                                   |  |                                                                                         |  |                                                             |         |                                                                |        |                                               |                                                                                                       |                                                                                     |                                                           |
| Employee Stock Option (right to buy)          | \$18.63                                                | 4/22/03                                 |                                                       | A                                 |  | 50,000                                                                                  |  | 4/22/04                                                     | 4/22/13 | COM.STK                                                        | 50,000 |                                               |                                                                                                       |                                                                                     |                                                           |
| Employee Stock Option (right to buy)          | \$18.63                                                | 4/22/03                                 |                                                       | A                                 |  | 50,000                                                                                  |  | 4/22/05                                                     | 4/22/13 | COM STK                                                        | 50,000 |                                               |                                                                                                       |                                                                                     |                                                           |
| Employee Stock Option (right to buy)          | \$18.63                                                | 4/22/03                                 |                                                       | A                                 |  | 50,000                                                                                  |  | 4/22/06                                                     | 4/22/13 | COM STK                                                        | 50,000 |                                               |                                                                                                       |                                                                                     |                                                           |
| Employee Stock Option (right to buy)          | \$18.63                                                | 4/22/03                                 |                                                       | A                                 |  | 50,000                                                                                  |  | 4/22/07                                                     | 4/22/13 | COM STK                                                        | 50,000 |                                               | 2,958,556                                                                                             | D                                                                                   |                                                           |

Explanation of Responses:

(1) Includes 1,352 shares acquired under the Intel Corporation Stock Participation Plan during February 2003.

(2) I disclaim beneficial ownership of these shares.

(3) I disclaim beneficial ownership of these shares.

By: /s/ **ANDY D. BRYANT**

**4/24/03**

Date

\*\*Signature of Reporting Person

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.

If space is insufficient, See Instruction 6 for procedure.

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