

INTEL CORP  
Form 4  
January 21, 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**

OMB Number: 3235-0287  
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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

Filed By Romeo & Dye's Instant Form 4 Filer  
www.section16.net

1. Name and Address of Reporting Person*			2. Issuer Name <b>and</b> Ticker or Trading Symbol				6. Relationship of Reporting Person(s)		
OTELLINI, PAUL S.			INTEL CORPORATION (INTC)				to Issuer (Check all applicable)		
(Last) (First) (Middle)			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year 1/16/03		<input checked="" type="checkbox"/> Director — 10% Owner <input checked="" type="checkbox"/> Officer (give title below) — Other (specify below)		
INTEL CORPORATION 2200 MISSION COLLEGE BLVD.							PRESIDENT and CHIEF OPERATING OFFICER		
(Street)			5. If Amendment, Date of Original (Month/Day/Year)		7. 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		
SANTA CLARA, CA 95052									
(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)	
COMMON	1/16/03		M		500,000 A	\$3.41			
COMMON	1/16/03		S		50,000 D	\$17.32			
COMMON	1/16/03		S		50,000 D	\$17.30			
COMMON	1/16/03		S		23,000 D	\$17.25			
COMMON	1/16/03		S		10,000 D	\$17.21			
COMMON	1/16/03		S		141,000 D	\$17.20			
COMMON	1/16/03		S		60,000 D	\$17.19			
COMMON	1/16/03		S		60,000 D	\$17.18			

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COMMON	1/16/03		S		20,000	D	\$17.17			
COMMON	1/16/03		S		36,000	D	\$17.16			
COMMON	1/16/03		S		50,000	D	\$17.15	388,787 <sup>(1)</sup>	D	
COMMON								2,609	I	<sup>(2)</sup>
COMMON								1,282	I	<sup>(3)</sup>
COMMON								700	I	BY SELF FOR DAUGHTER

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)			5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 & 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$3.41	1/16/03		M				120,000	7/13/97	7/13/03	COM.STK	120,000				
Employee Stock Option (right to buy)	\$3.41	1/16/03		M				380,000	7/13/98	7/13/03	COM.STK	380,000		3,445,586	D	

Explanation of Responses:

(1) INCLUDES 1,347 SHARES ACQUIRED IN DECEMBER 2002 IN THE DIVIDEND REINVESTMENT PLAN.

(2) BY EMPLOYEE BENEFIT PLAN TRUST.

(3) BY EMPLOYEE BENEFIT PLAN TRUST (SPOUSE).

By: /s/ **PAUL S. OTELLINI**

**1/17/03**  
Date

\*\*Signature of Reporting Person

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**\*\*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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