

INTEL CORP
Form DEFA14A
March 31, 2004

SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934
(Amendment No.)**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- | | |
|--|---|
| <input type="checkbox"/> Preliminary Proxy Statement | <input type="checkbox"/> Confidential, for Use of the Commission Only |
| <input type="checkbox"/> Definitive Proxy Statement | |
| <input checked="" type="checkbox"/> Definitive Additional Materials | (as permitted by Rule 14a-6(e)(2)) |
| <input type="checkbox"/> Soliciting Material Pursuant to §240.14a-12 | |

INTEL CORPORATION

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, If Other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

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(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

April 3, 2004

Annual Stockholders Meeting Online Voting Instructions

Critical voting deadlines: May 14 and May 19, 2004

You have received this message on behalf of Intel Corporation from Computershare Investor Services, Intel's transfer agent

2004 Annual Meeting Notice

Intel's 2004 Annual Stockholders Meeting will be held May 19, 2004, at the Santa Clara Convention Center in Santa Clara, CA. The meeting agenda includes the annual election of directors, ratification of appointment of the independent auditors, approval of the company's 2004 Equity Incentive Plan, and consideration of three stockholder proposals. Your vote counts on each of these important items. Please refer to the [2004 Proxy Statement](#) for detailed information on each of the proposals and the annual meeting.

This notice concerns the Intel stock you may hold in one or more of the following accounts:

Intel stock plan account at UBS Financial Services Inc.

401(k) Savings Plan and Free\$tock investments in the Intel Stock Fund through Fidelity (U.S.-only)

Dividend Reinvestment Plan accounts, and Intel stock registered directly and solely in your name with Computershare (i.e., stock certificates that you hold.)

Voting Recommendations

Intel's Board of Directors recommends that you vote as follows:

- ü FOR: Election of the director nominees.

- ü FOR: Ratification of appointment of the independent auditors.

- ü FOR: Approval of the 2004 Equity Incentive Plan.

- ü AGAINST: The three stockholder proposals.

Please refer to the [2004 Proxy Statement](#) for detailed information on each of the proposals and the annual meeting.

Voting instructions

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Visit [Proxy Login](#) to vote and follow the instructions. To vote you will need your personal account number and your proxy access number noted in the following table:

Personal account number:

Personal proxy access number:

Total Record Date Shares¹ :

Critical voting deadlines: May 14 and May 19, 2004

The deadline to vote your shares in accounts other than Intel's 401(k) Savings Plan (U.S.-only) is 10:00 A.M. Pacific Time May 19, 2004.

If you participate in the Intel Stock Fund through the 401(k) Savings Plan, you must submit your vote by May 14, 2004 to allow Fidelity Investments, the plan's record keeper, time to receive your voting instructions and vote on behalf of the plan. Fidelity has designated Computershare, Intel's transfer agent, to collect and tally the votes for the plan shares and vote on behalf of the plan. Computershare will keep your vote confidential - only total results will be reported at the annual meeting or to Intel.

If you hold shares in your Intel stock plan account at UBS Financial Services Inc., UBS and its designee will hold your beneficial ownership information as well as your voting instructions confidential and only total voting results will be reported at the annual meeting.

For more information

View the annual meeting via [live webcast](#) and submit questions by following the instructions on the site. The webcast can also be replayed until June 18, 2004.

Visit [Stockholder materials to be sent electronically](#) for information on why you may have received some materials in paper form.

To view Intel's Annual Report, visit [2003 Annual Report](#).

Questions?

If you have any questions about submitting your vote or viewing the online versions of the 2004 Proxy Statement and 2003 Annual Report, e-mail [Electronic Delivery](#) or call Intel Investor Relations at (iNet) 765-1480 (408-765-1480).

¹ This is your share balance as of the Record Date, March 22, 2004