

Edgar Filing: INTEL CORP - Form SC 13D/A

INTEL CORP  
Form SC 13D/A  
August 19, 2002

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D  
(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULE 13d-1(a) AND AMENDMENTS THERETO  
FILED PURSUANT TO RULE 13d-2(a)

(Amendment No. 6) \*

RADISYS CORPORATION

-----  
(Name of Issuer)

Common Stock, \$0.001 par value

-----  
(Title of Class of Securities)

750459 10 9

-----  
(CUSIP Number)

F. Thomas Dunlap  
Senior Vice President, General Counsel and Secretary  
Intel Corporation  
2200 Mission College Boulevard  
Santa Clara, CA 95052  
Telephone: (408) 765-8080

-----  
{Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

August 15, 2002

-----  
(Date of Event which Requires  
Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1 (e), 13d-1 (f) or 13d-1 (g), check the following box [ ].

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the

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Notes).

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- 1. NAME OF REPORTING PERSON Intel Corporation  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON 94-1672743
- 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*\* (a) [ ]  
(b) [ ]
- 3. SEC USE ONLY
- 4. SOURCE OF FUNDS\*\* WC
- 5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2 (d) OR 2 (e) [ ]
- 6. CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
- 7. SOLE VOTING POWER 756,310
- 8. SHARED VOTING POWER -0-
- 9. SOLE DISPOSITIVE POWER 756,310
- 10. SHARED DISPOSITIVE POWER -0-
- 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 756,310
- 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*\* [ ]
- 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 4.31%
- 14. TYPE OF REPORTING PERSON CO

\*\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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Intel Corporation ("Intel" or the "Reporting Person") hereby amends its statement on Schedule 13D filed with the Securities and Exchange Commission on May 9, 1996, as previously amended, with respect to the Common Stock (the "Common Stock") of Radisys Corporation. ("Radisys" or the "Issuer").

Item 2. Identity and Background.

(a) Name of Person Filing:

Intel Corporation (the "Reporting Person")

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(b) Address of Principal Business Office:

2200 Mission College Boulevard  
Santa Clara, CA 95052-8119

(c) Principal Business:

Manufacturer of microcomputer components,  
modules and systems.

(d) Criminal Proceedings:

During the last five years, neither the  
Reporting Person nor any executive officer or  
director of the Reporting Person has been  
convicted in any criminal proceeding.

(e) Civil Proceedings:

During the last five years, neither the  
Reporting Person nor any executive officer or  
director of the Reporting Person has been party  
to any civil proceeding of a judicial or  
administrative body of competent jurisdiction  
as a result of which such person was or is  
subject to any judgment, decree or final order  
enjoining future violations of, or prohibiting  
or mandating activities subject to, Federal or  
State securities laws or finding any violation  
with respect to such laws.

(f) Place of Organization: Delaware

Attached hereto as Appendix A is information required  
by this Item 2 with respect to the executive officers  
and directors of the Reporting Person. All such  
individuals are U.S. citizens, except as otherwise  
indicated on Appendix A.

Item 5. Interest in Securities of the Issuer.

(a) Number of Shares Beneficially Owned: 756,310  
shares

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Percent of Class: 4.31% of the Issuer's  
outstanding Common Stock (based upon 17,529,312  
shares of Common Stock outstanding, as reported  
by the Issuer in its Form 10-Q for the quarter  
ended June 30, 2002).

(b) Sole Power to Vote, Dispose of or Direct the  
Vote or Disposition of Shares: 756,310 shares

(c) Recent Transactions:

On August 1, 2002 the Reporting Person sold  
6,000 shares of Common Stock at an average  
price of \$9.07 per share.

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On August 2, 2002 the Reporting Person sold 8,800 shares of Common Stock at an average price of \$8.71 per share.

On August 5, 2002 the Reporting Person sold 9,420 shares of Common Stock at an average price of \$8.31 per share.

On August 6, 2002 the Reporting Person sold 25,000 shares of Common Stock at an average price of \$8.33 per share.

On August 7, 2002 the Reporting Person sold 17,500 shares of Common Stock at an average price of \$8.40 per share.

On August 8, 2002 the Reporting Person sold 15,000 shares of Common Stock at an average price of \$8.45 per share.

On August 9, 2002 the Reporting Person sold 12,500 shares of Common Stock at an average price of \$8.33 per share.

On August 12, 2002 the Reporting Person sold 6,500 shares of Common Stock at an average price of \$7.99 per share.

On August 13, 2002 the Reporting Person sold 16,500 shares of Common Stock at an average price of \$7.84 per share.

On August 14, 2002 the Reporting Person sold 20,000 shares of Common Stock at an average price of \$7.14 per share.

On August 15, 2002 the Reporting Person sold 75,000 shares of Common Stock at an average price of \$6.91 per share.

(d) Rights with Respect to Dividends or Sales Proceeds: N/A

(e) Date of Cessation of Five Percent Beneficial Ownership: August 12, 2002.

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### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated as of August 16, 2002

INTEL CORPORATION

By: /s/F. Thomas Dunlap, Jr.

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F. Thomas Dunlap, Jr.  
Senior Vice President,  
General Counsel and  
Secretary

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APPENDIX A

DIRECTORS

The following is a list of all Directors of Intel Corporation and certain other information with respect to each Director. All Directors are United States citizens except as indicated below.

Name:                    Craig R. Barrett

Business                Intel Corporation, 2200 Mission College  
Address:                Boulevard, Santa Clara, CA 95052

Principal                President and Chief Executive Officer  
Occupation:

Name, principal        Intel Corporation, a manufacturer of  
business and            microcomputer components, modules and systems.  
address of              2200 Mission College Boulevard  
corporation or         Santa Clara, CA 95052  
other  
organization in  
which employment  
is conducted:

Name:                    John Browne

Business                BP p.l.c., Britannic House, 1 Finsbury Circus,  
Address:                London EC2M 7BA

Principal                Group Chief Executive  
Occupation:

Name, principal        BP p.l.c., an integrated oil company.  
business and            Britannic House, 1 Finsbury Circus  
address of              London EC2M 7BA  
corporation or  
other  
organization in  
which employment  
is conducted:

Citizenship:            British

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Name:                    Winston H. Chen

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Business Address: Paramitas Foundation, 3945 Freedom Circle, Suite 760, Santa Clara, CA 95054

Principal Occupation: Chairman

Name, principal business and address of corporation or other organization in which employment is conducted: Paramitas Foundation, a private foundation. 3945 Freedom Circle, Suite 760 Santa Clara, CA 95054

Name: Andrew S. Grove

Business Address: Intel Corporation, 2200 Mission College Boulevard, Santa Clara, CA 95052

Principal Occupation: Chairman of the Board of Directors

Name, principal business and address of corporation or other organization in which employment is conducted: Intel Corporation, a manufacturer of microcomputer components, modules and systems. 2200 Mission College Boulevard Santa Clara, CA 95052

Name: D. James Guzy

Business Address: The Arbor Company, 1340 Arbor Road, Menlo Park, CA 94025

Principal Occupation: Chairman

Name, principal business and address of corporation or other organization in which employment is conducted: The Arbor Company, a limited partnership engaged in the electronics and computer industry. 1340 Arbor Road Menlo Park, CA 94025

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Name: Reed E. Hundt

Business Address: McKinsey & Company, 600 14th Street NW, #300, Washington, DC 20005

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Principal Occupation: Senior Advisor

Name, principal business and address of corporation or other organization in which employment is conducted: McKinsey & Company, a management consulting firm  
600 14th Street NW, #300  
Washington, DC 20005

Name: Paul S. Otellini

Business Address: Intel Corporation, 2200 Mission College Boulevard, Santa Clara, CA 95052

Principal Occupation: President and Chief Operating Officer

Name, principal business and address of corporation or other organization in which employment is conducted: Intel Corporation, a manufacturer of microcomputer components, modules and systems.  
2200 Mission College Boulevard  
Santa Clara, CA 95052

Name: David S. Pottruck

Business Address: The Charles Schwab Corporation, 101 Montgomery Street, San Francisco, CA 94104

Principal Occupation: President and Co-Chief Executive Officer

Name, principal business and address of corporation or other organization in which employment is conducted: The Charles Schwab Corporation, a securities brokerage firm  
101 Montgomery Street  
San Francisco, CA 94104

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Name: Jane E. Shaw

Business Address: AeroGen, Inc., 1310 Orleans Drive, Sunnyvale, CA 94089

Principal Occupation: Chairman and Chief Executive Officer

Name, principal business and address of corporation or other organization in which employment is conducted: AeroGen, Inc., a pulmonary drug delivery company

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address of 1310 Orleans Drive  
corporation or Sunnyvale, CA 94089  
other  
organization in  
which employment  
is conducted:

Name: David B. Yoffie

Business Harvard Business School, Morgan Hall 215,  
Address: Soldiers Field Park Road, Boston, MA 02163

Principal Max and Doris Starr Professor of International  
Occupation: Business Administration

Name, principal Harvard Business School, an educational  
business and institution.  
address of Morgan Hall 215, Soldiers Field Park Road  
corporation or Boston, MA 02163  
other  
organization in  
which employment  
is conducted:

Name: Charles E. Young

Business University of Florida, 226 Tigert Hall, P.O.  
Address: Box 113150, Gainesville, FL 32610

Principal President  
Occupation:

Name, principal University of Florida, an educational  
business and institution  
address of 226 Tigert Hall  
corporation or P.O. Box 113150  
other Gainesville, FL 32610  
organization in  
which employment  
is conducted:

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EXECUTIVE OFFICERS

The following is a list of all executive officers of Intel Corporation excluding executive officers who are also directors. Unless otherwise indicated, each officer's business address is 2200 Mission College Boulevard, Santa Clara, California 95052-8119, which address is Intel Corporation's business address.

Name: Andy D. Bryant  
Title: Executive Vice President; Chief Financial and  
Enterprise Services Officer

Name: Sean M. Maloney  
Title: Executive Vice President; General Manager, Intel



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Communications Group  
Citizenship: British

Name: Michael R. Splinter  
Title: Executive Vice President; Director, Sales and Marketing Group

Name: Leslie L. Vadasz  
Title: Executive Vice President; President, Intel Capital

Name: Sunlin Chou  
Title: Senior Vice President; General Manager, Technology and Manufacturing Group

Name: F. Thomas Dunlap, Jr.  
Title: Senior Vice President; General Counsel and Secretary

Name: Ronald J. Smith  
Title: Senior Vice President; General Manager, Wireless Communications and Computing Group

Name: Robert J. Baker  
Title: Vice President; General Manager, Technology and Manufacturing Group

Name: Arvind Sodhani  
Title: Vice President, Treasurer