

FORM 4

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

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

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STATEMENT OF CHANGES IN 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 [*] TOKOS THOMAS C (Last) (First) (Middle) c/o Intersil Corporation, 1001 Murphy Ranch Road (Street) (City) (State) (Zip) Milpitas, CA 95035	2. Issuer Name and Ticker or Trading Symbol INTERSIL CORP/DE [ISIL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ___ Director _____ 10% Owner ___X___ Officer (give title below) _____ Other (specify below) VP General Counsel
3. Date of Earliest Transaction (Month/Day/Year) 04/01/2008	6. Individual or Joint/Group Filing (Check Applicable Line) ___X___ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A) Amount	(D) Price		
Common Stock	04/01/2008		M	2,000 (1)	A	\$ 0	D	
Common Stock	04/02/2008		M	2,000 (2)	A	\$ 0	D	
Common Stock	04/02/2008		F	715	D	\$26.2	D	

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

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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, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 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)
							Date Exercisable	Expiration Date				

Deferred Stock Units	\$ 0	04/01/2008		M		2,000	04/01/2008	04/01/2008	Common Stock	2,000 ⁽¹⁾	\$ 0	0	D
Restricted Stock Units	\$ 0	04/02/2008		M		2,000	04/02/2008	04/02/2008	Common Stock	2,000 ⁽²⁾	\$ 0	0	D
Stock Options (Right to Buy)	\$26.42	04/01/2008		A	35,000		04/01/2009 ⁽³⁾	04/01/2015	Common Stock	35,000	\$26.2	35,000	D
Deferred Stock Units	\$ 0	04/01/2008		A	8,000		⁽⁴⁾	⁽⁴⁾	Common Stock	8,000 ⁽⁴⁾	\$ 0	8,000 ⁽⁴⁾	D

Reporting Owners

Reporting Owner Name / Address	Relationships		
	Director	10% Owner	Officer
TOKOS THOMAS C c/o Intersil Corporation 1001 Murphy Ranch Road Milpitas, CA 95035			VP General Counsel

Signatures

Thomas C. Tokos 04/03/2008

^{**}Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).
- (1) Upon the vesting of deferred stock units granted to the reporting person on April 1, 2005, the reporting person deferred the receipt of 2,000 shares of common stock. Each deferred stock unit entitles reporting person to one share of Intersil common stock upon vesting.
- (2) Reflects the receipt of common stock upon the vesting of restricted stock units. Each restricted stock unit has the economic equivalent of one share of Intersil Common Stock.
- (3) This option shall become exercisable as it vests. Options outstanding vest over a 4 year period with 25% of the options becoming exercisable upon the first anniversary of the date of grant with remaining options vesting at 6.25% per quarter thereafter.
- (4) This award of Deferred Stock Units is performance-based (PDSUs). The number of performance shares ultimately earned could range from 0-150% of the total number of PDSUs granted based upon Intersil's revenue growth and Intersil's growth in operating income over a 3 year period relative to its peer group (as determined by the Compensation Committee of the Board of Directors). PDSUs are paid in Common Stock upon vesting. Recipient of this award may elect to defer receipt of Common Stock by making a deferral election in accordance with the terms of the Plan.

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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