

# FORM 4

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

OMB APPROVAL

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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

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

(Print or Type Responses)

|  |         |          |   |  |  |  |  |  |
|--|---------|----------|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person *<br>ZINSNER DAVID |         |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br>INTERSIL CORP/DE [ISIL]           |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br>VP, Finance & CFO |  |  |
| (Last)   | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>04/01/2008                          |  |  |  |  |  |
| c/o Intersil Corporation, 1001 Murphy Ranch Road           |         |          |   |  |  |  |  |  |
| (Street)   |         |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                |  |  | 6. 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   |  |  |
| Milpitas, CA 95035   |         |          |   |  |  |  |  |  |
| (City)   | (State) | (Zip)    | <b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b> |  |  |  |  |  |

| 1. Title of Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year) | 3. Transaction Code<br>(Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |            |        | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|------------------------------------|---|---|-----------------------------------|---|--|------------|--------|--|---|--|
|                                    |   |   | Code                              | V | Amount   | (A) or (D) | Price  |  |   |  |
| Common Stock                       | 04/02/2008                              |   | M                                 |   | 3,000  | A          | \$ 0   | 3,000  | D   |  |
| Common Stock                       | 04/02/2008                              |   | F                                 |   | 1,163  | D          | \$26.2 | 1,837  | 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<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, and 5) |     | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities<br>(Instr. 3 and 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) |
|---|--|---|---|-----------------------------------|---|--|-----|---|-----------------|--|----------------------------|---|--|---|---|
|   |  |   |   | Code                              | V | (A)  | (D) | Date Exercisable  | Expiration Date | Title  | Amount or Number of Shares |   |  |   |   |
| Stock Options (Right to Buy)                  | \$26.42  | 04/01/2008                              |   | A                                 |   | 50,000   |     | 04/01/2009<br><a href="#">(1)</a>                           | 04/01/2015      | Common Stock   | 50,000                     | \$26.42                                       | 50,000   | D   |   |
| Deferred Stock                                |  |   |   |                                   |   |  |     |   |                 | Common   |                            |   |  |   |   |

|                        |      |            |  |   |        |       |            |            |              |           |      |           |   |  |
|------------------------|------|------------|--|---|--------|-------|------------|------------|--------------|-----------|------|-----------|---|--|
| Units                  | \$ 0 | 04/01/2008 |  | A | 10,000 |       | (2)        | (2)        | Stock        | 10,000(2) | \$ 0 | 10,000(2) | D |  |
| Restricted Stock Units | \$ 0 | 04/02/2008 |  | M |        | 3,000 | 04/02/2008 | 04/02/2008 | Common Stock | 3,000(3)  | \$ 0 | 0         | D |  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                   |       |
|---|---------------|-----------|-------------------|-------|
|   | Director      | 10% Owner | Officer           | Other |
| ZINSNER DAVID<br>c/o Intersil Corporation<br>1001 Murphy Ranch Road<br>Milpitas, CA 95035 |               |           | VP, Finance & CFO |       |

## Signatures

David Zinsner

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) 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.

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  
(2) 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.

(3) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.