

Edgar Filing: DELL COMPUTER CORP - Form 4

DELL COMPUTER CORP
 Form 4
 December 06, 2001

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person
 Paul D. Bell
 One Dell Way
 TX, Round Rock 78682
2. Issuer Name and Ticker or Trading Symbol
 Dell Computer Corporation (DELL)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 11/2001
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Senior Vice President and President, Europe, Middle East and Africa
7. 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	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D)			5. Amount of Securities Beneficially Owned at End of Month
			Amount	A/D	Price	
Common Stock	11/26/2001	M	224000	A	\$1.487	
Common Stock	11/26/2001	S	224000	D	\$27.00	0
Common Stock						3875

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)		6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Put or Call or Other Feature
				A	D			
							Title and Number of Shares	

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Priority	Date	Code	V	Amount	Exercisable	Expiration	Common Stock	Shares	N/A
Nonqualified Stock Options	Opt \$1.487	11/26/2001	M	224000	D 1	6/27/06	Common Stock	224000	N/A
Nonqualified Stock Options	Opt \$3.071				1	11/22/06	Common Stock		
Nonqualified Stock Options	Opt \$9.26				2	7/18/07	Common Stock		
Nonqualified Stock Options	Opt \$16.672				3	3/5/08	Common Stock		
Nonqualified Stock Options	Opt \$28.899				4	7/17/08	Common Stock		
Nonqualified Stock Option	Opt \$37.5938				5	8/22/2010	Common Stock		
Nonqualified Stock Options	Opt \$30.43				6	3/26/09	Common Stock		
Nonqualified Stock Options	Opt \$37.5938				7	8/22/2010	Common Stock		
Nonqualified Stock Options	Opt \$43.438				8	3/02/10	Common Stock		
Nonqualified Stock Options	Opt \$44.6875				9	9/23/09	Common Stock		
Nonqualified Stock Options	Opt \$45.90				10	3/24/10	Common Stock		

Explanation of Responses:

1. Currently exercisable.
2. Exercisable in accordance with the following schedule: 36,800 shares on 7/18 of each year from 2001 through 2002.
3. Exercisable in accordance with the following schedule: 11,998 on 3/5/02 and 3/5/03.
4. Exercisable in accordance with the following schedule: 22,840 shares on 7/17/99 and 7/17/00 , 69,212 shares on 7/17/01, 7/17/02 and 7/17/03 and 46,372 shares on 7/17/04 and 7/17/05.
5. Exercisable in accordance with the following schedule: 20,000 shares on 8/22 of each year from 2003 through 2007.
6. Exercisable according to the following schedule: 14, 615 shares on 3/26 of each year from 2000 through 2001 and 29,231 shares on 3/26/02.
7. Exercisable in accordance with the following schedule: 20,000 shares on 8/22 of each year from 2001 through 2005.
8. Exercisable in accordance with the following schedule: 80,000 shares on 3/2 of each year from 2001 through 2005.
9. Exercisable according to the following schedule: 20,140 shares on 9/23 of each year from 2000 through 2004.
10. Exercisable in accordance with the following schedule: 8,169 shares on 3/24/2001, 8,170 shares on 3/24/2002 and 16,340 shares on 3/24/2003.