

Edgar Filing: DELL COMPUTER CORP - Form 4

DELL COMPUTER CORP
 Form 4
 July 09, 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
 Thomas B. Green
 One Dell Way
 TX, Round Rock 78682-2244
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
 6/2001
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, Law and Administration and Secretary
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	6/8/2001	M	100000	A	\$0.982	
Common Stock	6/8/2001	S	20000	D	\$25.97	
Common Stock	6/8/2001	S	55000	D	\$26.00	
Common Stock	6/8/2001	S	25000	D	\$26.03	
Common Stock	6/28/2001	M	104800	A	\$0.982	
Common Stock	6/28/2001	S	12500	D	\$27.10	
Common Stock	6/28/2001	S	19800	D	\$26.97	

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Common Stock	6/28/2001	S		12500	D	\$27.05		
Common Stock	6/28/2001	S		25000	D	\$27.00		
Common Stock	6/28/2001	S		35000	D	\$27.23	232365	1
Common Stock							17468	

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. Transaction 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
Nonqualified Stock Options	\$0.982	6/8/2001	M	100000	D 2 7/24/05	Common Stock	100000
Nonqualified Stock Options	\$0.982	6/28/2001	M	104800	D 2 7/24/05	Common Stock	104800
Nonqualified Stock Options	\$1.446				3 7/11/06	Common Stock	
Nonqualified Stock Options	\$9.26				4 7/18/07	Common Stock	
Nonqualified Stock Options	\$10.157				5 12/22/07	Common Stock	
Nonqualified Stock Options	\$12.738				2 3/20/08	Common Stock	
Nonqualified Stock Options	\$28.899				6 7/17/08	Common Stock	
Nonqualified Stock Option	\$37.5938				7 8/22/2010	Common Stock	
Nonqualified Stock Options	\$30.43				8 3/26/09	Common Stock	
Nonqualified Stock Options	\$37.5938				9 8/22/2010	Common Stock	
Nonqualified Stock Options	\$43.438				10 3/02/10	Common Stock	
Nonqualified Stock Options	\$44.6875				11 9/23/	Common Stock	

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Nonqualified Stock Options	\$45.90						12	3/24/10	Common Stock	

Explanation of Responses:

1. Represents 5,165 shares held free of restrictions and 227,200 restricted shares scheduled to vest on 8/19/2001.
2. Currently exercisable.
3. Exercisable in accordance with the following schedule: 192,000 shares on 7/11 of each year from 2000 through 2001.
4. Exercisable in accordance with the following schedule: 48,000 shares on 7/18 of each year from 1998 through 2002.
5. Exercisable in accordance with the following schedule: 40,000 shares on 12/22 of each year from 1998 through 2002.
6. Exercisable in accordance with the following schedule: 17,304 shares on 7/17 of each year from 2002 through 2006.
7. Exercisable in accordance with the following schedule: 15,000 shares on 8/22 of each year from 2003 through 2007.
8. Exercisable according to the following schedule: 17,307 shares on 3/26/00 and 3/26/01, and 34,614 shares on 3/26/02.
9. Exercisable in accordance with the following schedule: 15,000 shares on 8/22 of each year from 2001 through 2005.
10. Exercisable in accordance with the following schedule: 53,000 shares on 3/2 of each year from 2001 through 2005.
11. Exercisable according to the following schedule: 17,902 shares on 9/23 of each year from 2000 through 2004.
12. Exercisable in accordance with the following schedule: 7,456 on 3/24/2001, 7,457 shares on 3/24/2002 and 14,913 shares on 3/24/2003.