

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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|                            |         |  |  |  |  |    |       |              |  |  |
|----------------------------|---------|--|--|--|--|----|-------|--------------|--|--|
| ions                       |         |  |  |  |  |    |       | 09           |  |  |
| Nonqualified Stock Options | \$45.90 |  |  |  |  | 12 | 3/24/ | Common Stock |  |  |
|                            |         |  |  |  |  |    | 10    |              |  |  |

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.