

Edgar Filing: DELL COMPUTER CORP - Form 4

DELL COMPUTER CORP

Form 4

August 22, 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
 Rosendo G. Parra
 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
 7/2001
5. If Amendment, Date of Original (Month/Year)
 7/2001
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, U.S. Public
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. Date	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D)		5. Amount or Price	6. Amount or Price	7. Amount or Price	8. Amount or Price
			Amount	Price				
Common Stock	7/2/2001	S		7500	D	\$26.76		
Common Stock	7/2/2001	S		20000	D	\$26.78		
Common Stock	7/3/2001	M		2400	A	\$9.26		
Common Stock	7/3/2001	S		2400	D	\$26.55		
Common Stock	7/3/2001	S		25000	D	\$26.27	448364	1
Common Stock							18020	

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

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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. Percentage of Total Shares Owned
Nonqualified Stock Options	\$1.446				2 7/11/06	Common Stock	
Nonqualified Stock Options	\$9.26	7/3/2001	M	2400	3 7/18/07	Common Stock	2400 N/A
Nonqualified Stock Options	\$28.899				4 7/17/08	Common Stock	
Nonqualified Stock Option	\$37.5938				5 8/22/2010	Common Stock	
Nonqualified Stock Options	\$30.43				6 3/26/09	Common Stock	
Nonqualified Stock Options	\$37.5938				7 8/22/2010	Common Stock	
Nonqualified Stock Options	\$43.438				8 3/02/10	Common Stock	
Nonqualified Stock Options	\$44.6875				9 9/23/09	Common Stock	
Nonqualified Stock Options	\$45.90				10 3/24/10	Common Stock	
Nonqualified Stock Options	\$44.6875				11 9/23/09	Common Stock	

Explanation of Responses:

1. Represents 312,044 non-restricted shares and 136,320 restricted shares to vest according to the following schedule: 45,440 shares on 7/24/02 and 90,880 shares on 1/1/02.
2. Exercisable on 7/11/2001.
3. Exercisable in accordance with the following schedule: 19,200 shares on 7/18/2001 and 7/18/2002.
4. Exercisable in accordance with the following schedule: 17,304 shares on 7/17 of each year from 2002 through 2006.
5. Exercisable according to the following schedule: 20,000 shares on 8/22 of each year from 2003 through 2007.
6. Exercisable according to the following schedule: 15,083 shares on 3/26/00 and 3/26/01 and 30,166 shares on 3/26/02.
7. Exercisable according to the following schedule: 20,000 shares on 8/22 of each year from 2001 through 2005
8. Exercisable according to the following schedule: 70,000 shares on 3/2 of each year from 2001 through 2005

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9. Exercisable according to the following schedule: 17,905 shares on 9/23/02, 17,900 shares on 9/23/03 and 17,901 shares on 9/23/04.
10. Exercisable according to the following schedule: 8,169 shares on 3/24/01, 8,170 shares on 3/24/2002 and 16,340 shares on 3/24/2003.
11. Exercisable according to the following schedule: 17,902 shares on 9/23/00 and 9/23/01.