

Edgar Filing: DELL COMPUTER CORP - Form 4

DELL COMPUTER CORP
 Form 4
 April 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
 Kevin B. Rollins
 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
 3/2001
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)
 Vice Chairman
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	3/23/2001	M	274000	A	\$0.881	
Common Stock	3/23/2001	M	276000	A	\$0.881	
Common Stock	3/23/2001	S	50000	D	\$27.1875	
Common Stock	3/23/2001	S	50000	D	\$27.125	
Common Stock	3/23/2001	S	100000	D	\$27.0625	
Common Stock	3/23/2001	S	350000	D	\$27.00	10965
Common Stock						2391

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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	\$0.881	3/23/2001	M	274000	D 1 4/1/06	Common Stock 274000	N/A
Nonqualified Stock Options	\$0.881	3/23/2001	M	276000	D 1 4/1/06	Common Stock 276000	N/A
Nonqualified Stock Options	\$1.446				2 7/11/06	Common Stock	
Nonqualified Stock Options	\$9.26				3 7/18/07	Common Stock	
Nonqualified Stock Options	\$10.157				4 12/22/07	Common Stock	
Nonqualified Stock Options	\$12.738				1 3/20/08	Common Stock	
Nonqualified Stock Options	\$28.899				5 7/17/08	Common Stock	
Nonqualified Stock Option	\$37.5938				6 8/22/2010	Common Stock	
Nonqualified Stock Options	\$30.43				7 3/26/09	Common Stock	
Nonqualified Stock Options	\$37.5938				8 8/22/2010	Common Stock	
Nonqualified Stock Options	\$43.438				9 3/02/10	Common Stock	
Nonqualified Stock Options	\$44.6875				10 9/23/09	Common Stock	
Nonqualified Stock Options	\$45.90				11 3/24/10	Common Stock	
Nonqualified Stock Options	\$44.6875				12 9/23/09	Common Stock	

Explanation of Responses:

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1. Currently exercisable.
2. Exercisable in accordance with the following schedule: 224,000 shares on 7/11 of each year from 1997 through 2001.
3. Exercisable in accordance with the following schedule: 80,000 shares on 7/18 of each year from 1998 through 2002.
4. Exercisable in accordance with the following schedule: 240,000 shares on 12/22 of each year from 1998 through 2002.
5. Exercisable in accordance with the following schedule: 51,908 shares on 7/17 of each year from 1999 through 2003.
6. Exercisable according to the following schedule: 50,000 shares on 8/22 of each year from 2003 through 2007.
7. Exercisable according to the following schedule: 50,394 shares on 3/26/00 and 3/26/01 and 100,789 shares on 3/26/02.
8. Exercisable according to the following schedule: 50,000 shares on 8/22 of each year from 2001 through 2005.
9. Exercisable according to the following schedule: 150,000 shares on 3/2 of each year from 2001 through 2005.
10. Exercisable according to the following schedule: 23,273 shares on 9/23 each year from 2000 through 2004.
11. Exercisable according to the following schedule: 23,681 shares on 3/24/01, 23,682 shares on 3/24/02 and 47,364 shares on 3/24/03.
12. Exercisable according to the following schedule: 34,909 shares on 9/23 each year from 2000 through 2004.