

Edgar Filing: DELL COMPUTER CORP - Form 4

DELL COMPUTER CORP

Form 4

March 10, 2003

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  
 James M. Schneider  
 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/Day/Year  
 3/6/2003
5. If Amendment, Date of Original (Month/Day/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, Chief Financial Officer
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. Trans-<br>action<br>Date | 2A. Exec-<br>ution<br>Date | 3. Trans-<br>action<br>Code | 4. Securities Acquired (A)<br>or Disposed of (D)<br>Amount | A/<br>D | Price | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported Trans(s) |
|----------------------|-----------------------------|----------------------------|-----------------------------|------------------------------------------------------------|---------|-------|------------------------------------------------------------------------------------|
| Common Stock         |                             |                            |                             |                                                            |         |       | 21473.000                                                                          |
| Common Stock         |                             |                            |                             |                                                            |         |       | 3610.000                                                                           |

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

| 1. Title of<br>Derivative<br>Security | 2. Con-<br>version<br>Price of<br>Deriva-<br>tive<br>Secu-<br>rity | 3. Trans-<br>action<br>(Month/<br>Day/<br>Year) | 3A. Deemed<br>Execu-<br>tion<br>(Month/<br>Day/<br>Year) | 4. Trans-<br>action<br>Code | 5. Number of De-<br>rivative Secu-<br>rities Acqui-<br>red(A) or Dis-<br>posed of (D)<br>Amount | 6. Date Exer-<br>cisable and<br>Expiration<br>Date<br>Date Expir-<br>ation | 7. Title and Amount<br>of Underlying<br>Securities<br>Title and Number<br>of Shares | 8. P<br>of<br>vat<br>Sec<br>rit |
|---------------------------------------|--------------------------------------------------------------------|-------------------------------------------------|----------------------------------------------------------|-----------------------------|-------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------------------------|---------------------------------|
|---------------------------------------|--------------------------------------------------------------------|-------------------------------------------------|----------------------------------------------------------|-----------------------------|-------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------------------------|---------------------------------|

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|                               |           |               |               |   |  |            |   |    |               |              |                |
|-------------------------------|-----------|---------------|---------------|---|--|------------|---|----|---------------|--------------|----------------|
| Nonqualified<br>Stock Options | \$2.481   |               |               |   |  |            |   | 1  | 9/16/<br>2006 | Common Stock |                |
| Nonqualified<br>Stock Options | \$25.45   |               |               |   |  |            |   | 2  | 9/5/2<br>012  | Common Stock |                |
| Nonqualified<br>Stock Options | \$27.64   |               |               |   |  |            |   | 3  | 3/7/2<br>012  | Common Stock |                |
| Nonqualified<br>Stock Options | \$3.335   |               |               |   |  |            |   | 1  | 3/21/<br>2007 | Common Stock |                |
| Nonqualified<br>Stock Options | \$9.26    |               |               |   |  |            |   | 1  | 7/18/<br>2007 | Common Stock |                |
| Nonqualified<br>Stock Options | \$12.738  |               |               |   |  |            |   | 1  | 3/20/<br>2008 | Common Stock |                |
| Nonqualified<br>Stock Options | \$26.185  | 3/6/ 20<br>03 | 3/6/ 2<br>003 | A |  | 500000.000 | A | 4  | 3/6/2<br>013  | Common Stock | 500000.<br>000 |
| Nonqualified<br>Stock Options | \$22.10   |               |               |   |  |            |   | 5  | 9/6/2<br>011  | Common Stock |                |
| Nonqualified<br>Stock Options | \$22.94   |               |               |   |  |            |   | 6  | 2/12/<br>2011 | Common Stock |                |
| Nonqualified<br>Stock Options | \$28.899  |               |               |   |  |            |   | 7  | 7/17/<br>2008 | Common Stock |                |
| Nonqualified<br>Stock Option  | \$37.5938 |               |               |   |  |            |   | 8  | 8/22/<br>2010 | Common Stock |                |
| Nonqualified<br>Stock Options | \$30.43   |               |               |   |  |            |   | 1  | 3/26/<br>2009 | Common Stock |                |
| Nonqualified<br>Stock Options | \$37.5938 |               |               |   |  |            |   | 9  | 8/22/<br>2010 | Common Stock |                |
| Nonqualified<br>Stock Options | \$43.438  |               |               |   |  |            |   | 10 | 3/02/<br>2010 | Common Stock |                |
| Nonqualified<br>Stock Options | \$44.6875 |               |               |   |  |            |   | 11 | 9/23/<br>2009 | Common Stock |                |
| Nonqualified<br>Stock Options | \$45.90   |               |               |   |  |            |   | 12 | 3/24/<br>2010 | Common Stock |                |

Explanation of Responses:

1. Currently exercisable.
2. Exercisable in accordance with the following schedule: 40,000 shares on 9/5 of each year from 2003 through 2007.
3. Exercisable in accordance with the following schedule: 40,000 shares on 3/7 of each year from 2003 through 2007.
4. Exercisable according to the following schedule: 100,000 shares on 3/6 of each year from 2004 through 2008.
5. Exercisable in accordance with the following schedule: 70,000 shares on 9/6 of each year from 2002 through 2006.

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6. Exercisable in accordance with the following schedule: 20,000 shares on 2/12 of each year from 2002 through 2006.
7. Exercisable in accordance with the following schedule: 13,844 shares on 7/17 of each year from 2003 through 2007.
8. Exercisable according to the following schedule: 20,000 shares on 8/22 of each year from 2003 through 2007.
9. Exercisable according to the following schedule: 20,000 shares on 8/22 of each year from 2001 through 2005.
10. Exercisable according to the following schedule: 80,000 shares on 3/2 of each year from 2001 through 2005.
11. Exercisable according to the following schedule: 15,664 shares on 9/23 of each year from 2000 through 2004.
12. Exercisable according to the following schedule: 4,084 shares on 3/24/2001, 4,085 shares on 3/24/2002 and 8,170 shares on 3/24/2003.

SIGNATURE OF REPORTING PERSON

James M. Schneider

Thomas H. Welch, Jr., Attorney-in-Fact

DATE

3/10/2003