

Edgar Filing: DELL COMPUTER CORP - Form 4

DELL COMPUTER CORP

Form 4

June 07, 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

Michael A. Miles
1350 Lake Road
IL, Lake Forest 60045

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

5/2001

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(X) Director () 10% Owner () Officer (give title below) () Other
(specify below)

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. 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	5/22/2001	M	300000	A	\$0.629	
Common Stock	5/22/2001	S	10000	D	\$25.73	
Common Stock	5/22/2001	S	15000	D	\$25.72	
Common Stock	5/22/2001	S	100000	D	\$25.70	
Common Stock	5/22/2001	S	35000	D	\$25.71	
Common Stock	5/22/2001	S	15000	D	\$25.63	
Common Stock	5/22/2001	S	15000	D	\$25.92	

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Common Stock	5/22/2001	S		30000	D	\$25.87		
Common Stock	5/22/2001	S		50000	D	\$25.81		
Common Stock	5/22/2001	S		10000	D	\$25.50		
Common Stock	5/22/2001	S		10000	D	\$25.54		
Common Stock	5/22/2001	S		10000	D	\$25.78	394000	
Common Stock							4624	
Common Stock							160000	

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	7. Title and Amount of Underlying Securities	8. Put or Call
Nonqualified Stock Option	\$0.629	5/22/2001	M	300000	D 1 3/2/05	Common Stock 300000	N/A
Nonqualified Stock Options	\$1.161				2 8/24/05	Common Stock	
Nonqualified Stock Options	\$2.072				3 8/29/06	Common Stock	
Nonqualified Stock Options	\$9.26				4 7/18/07	Common Stock	
Nonqualified Stock Options	\$28.899				5 7/17/08	Common Stock	
Nonqualified Stock Options	\$43.91				6 7/16/09	Common Stock	
Nonqualified Stock Options	\$52.1563				7 7/20/2010	Common Stock	

Explanation of Responses:
 1. Currently Exercisable.

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2. Exercisable in accordance with the following schedule: 76,800 shares on 8/24 of each year from 1996 through 2000.
3. Exercisable in accordance with the following schedule: 81,280 shares on 8/29 of each year from 1997 through 2001.
4. Exercisable in accordance with the following schedule: 119,332 currently exercisable and 39,778 shares on 7/18 of 2001 and 2002.
5. Exercisable in accordance with the following schedule: 5,218 shares on 7/17/99, 5,219 shares on 7/17/00 and 7/17/02, and 5,220 shares on 7/17/01 and 7/17/03.
6. Exercisable according to the following schedule: 3,590 shares currently exercisable and 3,592 shares on 7/16 of 2001, 2003 and 2004 and 3,591 shares on 7/16/02.
7. Exercisable in accordance with the following schedule: 3,719 shares on 7/20 of 2001 and 2003 and 3,720 shares on 7/20 of 2002 and 2004 and 3,721 shares on 7/20/2005.