### Edgar Filing: DELL INC - Form 4

DELL INC Form 4 March 07, 24 FORM Check th if no long subject to Section 1 Form 4 c Form 5 obligation may com See Instr 1(b).	<b>1 4</b> UNITED UNITED STATEM STATEM Section 17(	W IENT OF CHA suant to Section a) of the Public	JRITIES AND EXCHAN <i>ashington, D.C. 20549</i> <b>NGES IN BENEFICIAI</b> <b>SECURITIES</b> 16(a) of the Securities Ex Utility Holding Company Investment Company Act	C OWNERSHIP OF change Act of 1934, Act of 1935 or Section	OMB APPROVAL OMB 3235-0287 Number: January 31, 2005 Estimated average burden hours per response 0.5		
1. Name and A Neland Gle	Address of Reporting nn E	Symbo	uer Name <b>and</b> Ticker or Trading l L INC [DELL]	Issuer	Reporting Person(s) to k all applicable)		
(M		,	e of Earliest Transaction n/Day/Year) /2005	Director X Officer (give below)	Director 10% Owner X Officer (give title Other (specify		
			mendment, Date Original Ionth/Day/Year)	Applicable Line) _X_ Form filed by C Form filed by M	<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting</li> <li>Person</li> </ul>		
(City)	(State)	(Zip) Ta	able I - Non-Derivative Securit		, or Beneficially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3.4. Securities AcqfTransaction(A) or DisposedCode(Instr. 3, 4 and 5)	uired 5. Amount of of (D) Securities ) Beneficially Owned Following	6. 7. Nature of Ownership Indirect Form: Direct Beneficial (D) or Ownership Indirect (I) (Instr. 4) (Instr. 4)		
Common Stock	03/07/2005		S 1000 D	\$	D		
Common Stock	03/07/2005			\$ 53,275 <u>(1)</u>	D		
Common Stock				4,428	I Employer 401(k) Plan		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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#### number.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) o Disposed of (D (Instr. 3, 4, and 5)	)	Date	7. Title and A Underlying S (Instr. 3 and	Securit
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amo Num Share
Nonqualified Stock Options	\$ 40.17	03/03/2005		А	125,000	(2)	03/03/2015	Common Stock	125

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Neland Glenn E ONE DELL WAY ROUND ROCK, TX 78682			Senior Vice Presi	dent	
Signatures					
/s/ Thomas H. Welch, Jr. Attorney-in-Fact	03/07/2005				
**Signature of Reporting Person		D	ate		

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Represents 3275 unrestricted shares and 50,000 restricted shares vesting as follows: 10,000 on 6/18 of 2005 and 2006 and 3/6 of 2006-2008.
- (2) Exercisable as follows: 25,000 shares on 3/3 of 2006-2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.