

Edgar Filing: DELL COMPUTER CORP - Form 4

DELL COMPUTER CORP

Form 4

December 06, 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  
 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/Year  
 11/2001
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)  
 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. Transaction Date | 3. Code | 4. Securities Acquired (A) or Disposed of (D)<br>Amount | 5. Amount of Securities Beneficially Owned at End of Month<br>A/D Price |
|----------------------|---------------------|---------|---|---|
| Common Stock         | 11/30/2001          | S       | 115000  | D \$27.50   |
| Common Stock         | 11/30/2001          | S       | 85000   | D \$27.55 334636 1  |
| Common Stock         |                     |         |   | 2895  |

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 | 4. Derivative Securities Acquired (A) or Disposed of (D) | 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 |
|---------------------------------|--|----------------|--|--|--|--|----------------|
|                                 |  |                |  |  |  | Title and Number of Shares                   |                |

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| Priority | Date | Code | V | Amount | ble |  |  |  |  |  |
|----------|------|------|---|--------|-----|--|--|--|--|--|
|          |      |      |   |        |     |  |  |  |  |  |

### Explanation of Responses:

1. Represents 106,092 shares held free of restrictions and 228,544 shares of restricted stock scheduled to vest on 3/16/02.