

Edgar Filing: DELL COMPUTER CORP - Form 4

DELL COMPUTER CORP

Form 4

November 25, 2002

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

Alex J. Mandl
 10250 Akhtamar Drive
 VA, Great Falls 22066

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

11/21/2002

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. Transaction Date	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month A/ D Price
Common Stock	11/21/2002	M	49085	A
Common Stock	11/21/2002	S	49085	D \$29.4893
Common Stock				400

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 Title and Number of Shares	8. Put or Call
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Priority	Date	Code	V	Amount	Exercisable	Expiration Date	Common Stock	Shares
Nonqualified Stock Options 1	\$10.594	11/21/2001	M	49085	D	11/21/2007	Common Stock	49085
Nonqualified Stock Options	\$28.24					7/19/2011	Common Stock	
Nonqualified Stock Options	\$28.899					7/17/2008	Common Stock	
Nonqualified Stock Options	\$43.91					7/16/2009	Common Stock	
Nonqualified Stock Options	\$43.91					7/16/2009	Common Stock	
Nonqualified Stock Options	\$52.1563					7/20/2010	Common Stock	

Explanation of Responses:

1. Currently exercisable.
2. Exercisable in accordance with the following schedule: 5,666 shares on 7/19 of each year from 2002 through 2006.
3. Exercisable in accordance with the following schedule: 20,876 shares currently exercisable and 5,220 shares on 7/17/03.
4. Exercisable according to the following schedule: 334 shares on 7/16/00 and 7/16/02 and 335 shares on 7/16/01, 7/16/03 and 7/16/04.
5. Exercisable according to the following schedule: 3,256 shares on 7/16/00 and 3,257 shares on 7/16 of each year from 2001 through 2004.
6. 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.