Edgar Filing: DELL COMPUTER CORP - Form 5

DELL COMPUTER CORP

Form

March

5						
18, 2002						
UNITED STATES SECURITIE	S AND EXCHAI	NGE COMMIS	SSION			
WASHINGTON, D.C. 20549						
FORM 5						
ANNUAL STATEMENT OF CHA			-			
() Check box if no lon						
Form 4 or Form 5 obliga	_	ontinue. S	See Instructi	ons 1(b).		
() Form 3 Holdings Rep						
() Form 4 Transactions1. Name and Address of	_	areon				
Morton L. Topfer	reporting re	213011				
One Dell Way						
TX, Round Rock 78682						
2. Issuer Name and Tick	er or Tradir	ng Symbol				
Dell Computer Corpor	ation (DELI	L)				
3. IRS or Social Securi	ty Number of	f Reportin	ng Person (Vo	luntary)		
4. Statement for Month/	Year					
1/2002						
5. If Amendment, Date of	f Original	(Month/Yea	ır)			
6. Relationship of Repo	rting Dorgo	2/2) +0 To	uguer (Cheak	all applicab	10)	
(X) Director () 10	_					
(specify below)	o owner ()	OIIICCI	(give cicie .	DCIOW) () C	CHCI	
(-1 1 ,						
7. Individual or Joint/	Group Report	ting (Chec	k Applicable	Line)		
(X) Form filed by On						
() Form filed by Mo	re than One	Reporting	, Person			
Table I Non-Derivat	ive Securit	ies Acquir	ed, Disposed	of, or Bene	ficially Owned	
1. Title of Security	12.		Securities A	_	5.Amount of	
			or Disposed	of (D)	Securitie	_
	Date	Code		1 7 / 1	Beneficia	ТТА
	l		Amount	A/	Owned at Price End of Year	22
			Allount	D	Price End of re	al
Common Stock	ı	1 1		1 1	210470	
Common Stock	 	 		 	16925	
Table II Derivative	Securitites	s Acquired	l, Disposed o	f, or Benefi	cially Owned	
1.Title of Derivative	2.Con 3	3. 4.	5.Number of	De 6.Date	Exer 7.Title and Amo	unt 8.
Security			on rivative S			of
			e rities Acq			vat
			red(A) or			Sec
	ice of		posed of (D) Day/Yea	r)	rit

|Deriva

|tive

|Secu

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|Date |Expir|

| D |cisa-|Date |

| |ble |

Amount

| A/|Exer-|ation| Title and Number

of Shares

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Nonqualified Stock ns	Optio	\$1.108 					1 	12/22 Common Sto	ock 	
Nonqualified Stock	Optio	\$9.26 	 	 	 	 	2	7/18/ Common Sto)ck 	
Nonqualified Stock	Optio	\$21.72 	3/23/		87021 	A 	3	3/23/ Common Sto 2011	ck 87021	N/A
Nonqualified Stock	Optio	\$28.899 	9/20/		256944	A 	1	7/17/ Common Sto	ock 256944	N/A
Nonqualified Stock	Optio	\$28.899 	9/20/		2596 	A 	1	7/17/ Common Sto	ck 2596	N/A
Nonqualified Stock	Optio	\$28.899 	9/20/		256944	D 	1	7/17/ Common Sto	ck 256944	N/A
Nonqualified Stock	Optio	\$28.899 	9/20/		256944 	A 	1	7/17/ Common Sto 2008	ck 256944 	N/A
Nonqualified Stock	Optio	\$28.899 	9/20/		256944 	D 	1	7/17/ Common Sto	ck 256944	N/A
Nonqualified Stock	Optio	\$28.899	9/20/		2596 	D 	1 I	7/17/ Common Sto	ock 2596	N/A
Nonqualified Stock	Optio	\$30.43				 	5 1	3/26/ Common Sto)Ck 	
Nonqualified Stock	Optio	\$44.6875 					6 	9/23/ Common Sto	ock 	
Nonqualified Stock	Optio	\$45.90 	 		 		7 1	3/24/ Common Sto 2010	>ck 	

Explanation of Responses:

- 1. Currently exercisable.
- 2. Exercisable on 7/18/2002.
- 3. Exercisable in accordance with the following schedule: 43,510 shares on 3/23/2002 and 43,511 shares on 3/23/2003.
- 4. Change in beneficial ownership.
- 5. Exercisable according to the following schedule: 63,346 shares on 3/26/01 and 126,691 shares on 3/26/02.
- 6. Exercisable according to the following schedule: 58,182 shares on 9/23 of each year from 2000 through 2004.
- 7. Exercisable in accordance with the following schedule: 27,022 shares on 3/24/01, 27,023 shares on 3/24/02 and 54,046 shares on 3/24/03.