

Edgar Filing: LUCE III THOMAS W - Form 4

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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

Thomas W. Luce III

5950 Berkshire Lane, Suite 1060

TX, Dallas 75201-4685

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)

(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. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month
Common Stock	11/20/2001	M	51800 A \$2.072	
Common Stock	11/20/2001	S	51800 D \$26.77	0

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. Derivative Securities Acquired (A) or Disposed of (D) Amount	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Put or Call

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Nonqualified Stock Options	Opt	\$2.072		11/20/2001	M		51800		D		1		8/29/2006		Common Stock		51800		N/A
Nonqualified Stock Options	Opt	\$9.26									2		7/18/2007		Common Stock				
Nonqualified Stock Options	Opt	\$28.899									3		7/17/2008		Common Stock				
Nonqualified Stock Options	Opt	\$43.91									4		7/16/2009		Common Stock				
Nonqualified Stock Options	Opt	\$52.1563									5		7/20/2010		Common Stock				

Explanation of Responses:

1. Currently exercisable.
2. Exercisable in accordance with the following schedule: 80,933 shares currently exercisable and 39,778 shares on 7/18/2002.
3. Exercisable in accordance with the following schedule: 15,657 shares currently exercisable and 5,219 shares on 7/17/02 and 5,220 shares on 7/17/03.
4. Exercisable according to the following schedule: 3,590 shares on 7/16/00, 3,592 shares on 7/16/01, 7/16/03 and 7/16/05 and 3,591 shares on 7/16/02.
5. Exercisable in accordance with the following schedule: 3,719 shares on 7/20 of 2001 and 2003, 3,720 shares 7/20 of 2002 and 2004 and 3,721shares on 7/20/2005.