

VANDERSLICE JAMES T

Form 4

May 09, 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  
 James T. Vanderslice  
 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  
 4/2002
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)  
 Vice Chairman
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. Date	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D)		5. Amount of Securities Beneficially Owned at End of Month
			Amount	Price	
Common Stock	4/1/2002	S	25100	\$26.56	
Common Stock	4/1/2002	S	15400	\$26.5603	
Common Stock	4/1/2002	S	2800	\$26.54	
Common Stock	4/1/2002	S	15000	\$26.55	
Common Stock	4/1/2002	S	27902	\$26.59	
Common Stock	4/1/2002	S	3700	\$26.60	
Common Stock	4/1/2002	S	8098	\$26.6063	

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Common Stock	4/1/2002	S		12000	D	\$26.67	614800	1
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Common Stock							431	
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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	8. Percentage of Total Shares Owned

Explanation of Responses:

1. Represents 314,800 shares held free of restrictions and 300,000 shares of restricted stock scheduled to vest on 12/13/2002.