

Edgar Filing: DELL COMPUTER CORP - Form 5

DELL COMPUTER CORP  
 Form 5  
 March 14, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549  
 FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

( ) Form 3 Holdings Reported

( ) Form 4 Transactions Reported

1. Name and Address of Reporting Person

Judy C. Lewent  
 Merck & Co., Inc.

P.O. Box 100

NJ, Whitehouse Station 08889-0100

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

1/2002

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 Reporting (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 Year

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. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	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 or Other Feature of Underlying Securities

Nonqualified Stock Options	\$28.24	7/19/2001	A	72238	1/1/2011	Common Stock	72238	N/A
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Nonqualified Stock Options	\$28.24	7/19/2001	A	4250	A	2	7/19/2011	Common Stock	4250	N/A
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**Explanation of Responses:**

1. Exercisable in accordance with the following schedule: 14,447 shares on 7/19 of 2002 and 2004 and 14,448 shares on 7/19 of 2003, 2005 and 2006.
2. Exercisable in accordance with the following schedule: 850 shares on 7/19 of each year from 2002 through 2006.