

DELL INC  
Form 3/A  
May 06, 2005

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â MOTT RANDALL D		(Month/Day/Year)	DELL INC [DELL]	
(Last)	(First)	(Middle)	01/31/2005	
ONE DELL WAY		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)		(Check all applicable)		02/10/2005
ROUND ROCK,Â TXÂ 78682		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner		6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	
		(give title below) (specify below)		<input checked="" type="checkbox"/> Form filed by One Reporting Person
		Senior Vice President		<input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	224,143 <sup>(1)</sup>	D	Â
Common Stock	2,845	I	Employer 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Nonqualified Stock Options	Â (2)	02/28/2010	Common Stock	280,000	\$ 40.3125	D	Â
Nonqualified Stock Options	Â (3)	08/22/2010	Common Stock	100,000	\$ 37.5938	D	Â
Nonqualified Stock Options	Â (4)	08/22/2010	Common Stock	100,000	\$ 37.5938	D	Â
Nonqualified Stock Options	Â (5)	02/12/2011	Common Stock	40,000	\$ 22.9375	D	Â
Nonqualified Stock Options	Â (2)	03/23/2011	Common Stock	83,953	\$ 21.7187	D	Â
Nonqualified Stock Options	Â (6)	04/03/2011	Common Stock	20,000	\$ 23.5313	D	Â
Nonqualified Stock Options	Â (7)	06/18/2011	Common Stock	280,000	\$ 24.09	D	Â
Nonqualified Stock Options	Â (8)	09/06/2011	Common Stock	60,000	\$ 22.1	D	Â
Nonqualified Stock Options	Â (9)	03/07/2012	Common Stock	150,000	\$ 27.64	D	Â
Nonqualified Stock Options	Â (2)	03/22/2012	Common Stock	33,520	\$ 21.388	D	Â
Nonqualified Stock Options	Â (10)	09/05/2012	Common Stock	60,000	\$ 25.45	D	Â
Nonqualified Stock Options	Â (11)	03/06/2013	Common Stock	100,000	\$ 26.185	D	Â
Nonqualified Stock Options	Â (12)	09/04/2013	Common Stock	100,000	\$ 34.24	D	Â
Nonqualified Stock Options	Â (13)	03/04/2014	Common Stock	100,000	\$ 32.985	D	Â
Nonqualified Stock Options	Â (14)	09/02/2014	Common Stock	100,000	\$ 35.35	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOTT RANDALL D ONE DELL WAY ROUND ROCK, TX 78682	Â	Â	Â Senior Vice President	Â

## Signatures

/s/ THOMAS H. WELCH, JR.  
Attorney-in-Fact

05/05/2005

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Represents 109,643 non-restricted shares and 114,500 shares of restricted stock vesting as follows: 31,500 shares on 2/28 of 2005 through 2007 and 10,000 shares on 6/18 of 2005 and 2006.
- (2) Currently exercisable
- (3) Exercisable as follows: 40,000 shares currently exercisable and 20,000 shares on 8/22 of 2005 through 2007.
- (4) Exercisable as follows: 80,000 shares currently exercisable and 20,000 shares on 8/22/05.
- (5) Exercisable as follows: 20,000 shares on 2/12 of 2005 and 2006.
- (6) Exercisable as follows: 10,000 shares on 4/3 of 2005 through 2006.
- (7) Exercisable as follows: 140,000 shares currently exercisable and 70,000 shares on 6/18 of 2005 through 2006.
- (8) Exercisable as follows 30,000 shares on 9/6 of 2005 and 2006.
- (9) Exercisable as follows: 60,000 shares currently exercisable and 30,000 shares on 3/7 of 2005 through 2007.
- (10) Exercisable as follows: 20,000 shares on 9/5 of 2005 through 2007.
- (11) Exercisable as follows: 20,000 shares currently exercisable and 20,000 shares on 3/6 of 2005 through 2008.
- (12) Exercisable as follows: 20,000 shares currently exercisable and 20,000 shares on 9/4 of 2005 through 2008.
- (13) Exercisable as follows: 20,000 shares on 3/4 of 2005 through 2009.
- (14) Exercisable as follows: 20,000 shares on 9/2 of 2005 through 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.