#### SWIDARSKI THOMAS W

Form 4

February 16, 2007

# FORM 4

Check this box

if no longer

Section 16.

Form 4 or

subject to

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* SWIDARSKI THOMAS W

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

DIEBOLD INC [DBD]

(Last) (First) (Middle) 3. Date of Earliest Transaction

\_X\_\_ Director X\_ Officer (give title

below)

10% Owner Other (specify

(Month/Day/Year) C/O DIEBOLD, 02/14/2007

INCORPORATED, 5995 MAYFAIR

(Street)

**ROAD** 

President & CEO 6. Individual or Joint/Group Filing(Check

Applicable Line)

4. If Amendment, Date Original Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

NORTH CANTON, OH 44720

(City)	(State)	(Zip) Tabl	le I - Noi	n-D	erivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transac Code (Instr. 8		4. Securit on(A) or Dis (Instr. 3, 4)	sposed	of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock								1,268	I	401(k) (1)
Common Stock	02/14/2007		G	V	4,015	A	\$ 0	6,648	I	By Wife
Common Stock	02/14/2007		A		5,900 (2)	A	\$ 47.27	17,677	D	
Common Stock	02/14/2007		F		1,885 (2)	D	\$ 47.27	15,792	D	
Common Stock	02/14/2007		G	V	4,015	D	\$ 0	11,777	D	

### Edgar Filing: SWIDARSKI THOMAS W - Form 4

Common 40,000 \$0 51,777 (4) 02/14/2007 A D Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. torNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	te	7. Title and A Underlying S (Instr. 3 and A	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount o Number o Shares
Non-qualified Stock Option	\$ 47.532					01/29/1999	01/28/2008	Common Stock	600
Non-qualified Stock Option	\$ 34.813					01/28/2000	01/27/2009	Common Stock	1,300
Non-qualified Stock Option	\$ 22.88					01/27/2001	01/26/2010	Common Stock	1,500
Non-qualified Stock Option	\$ 28.69					02/07/2002	02/06/2011	Common Stock	8,000
Non-qualified Stock Option	\$ 36.59					02/06/2003	02/05/2012	Common Stock	15,000
Non-qualified Stock Option	\$ 36.31					02/05/2004	02/04/2013	Common Stock	20,000
Non-qualified Stock Option	\$ 53.1					02/11/2005	02/10/2014	Common Stock	25,000
Non-qualified Stock Option	\$ 55.23					02/10/2006	02/09/2015	Common Stock	22,900
Non-qualified Stock Option	\$ 37.87					<u>(5)</u>	12/11/2012	Common Stock	150,000

### **Reporting Owners**

NORTH CANTON, OH 44720

Reporting Owner Name / Address

Director 10% Owner Officer Other

SWIDARSKI THOMAS W
C/O DIEBOLD, INCORPORATED 5995 MAYFAIR ROAD

Relationships

Other

**Signatures** 

Chad F. Hesse, Att'y.-in-fact for Thomas W. Swidarski 02/16/2007

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(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) Number of 401(k) shares owned as of most current statement; fractional shares omitted.
- (2) Reflects delivery of performance shares earned for performance period 1/28/2004-1/30/2007 under the 1991 Equity and Performance Incentive Plan, as amended, and withholding of shares pursuant to tax withholding right.
- Award of restricted stock units; each restricted stock unit represents a contingent right to receive one share of Diebold, Incorporated common stock. This award includes performance targets: 50% vest when stock trades for 20 consecutive trading days at \$62/share or greater and 50% when stock trades at \$75/share for 20 consecutive trading days.
- (4) Number includes restricted stock units
- 75,000 of these options will become exercisable when the stock trades at \$50/share or higher for 20 consecutive trading days, and the second 75,000 will become exercisable when the stock trades at \$60/share or higher for 20 consecutive trading days. Otherwise all 150,000 options will become exercisable on the sixth anniversary date of the award.

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.

Reporting Owners 3