

SWIDARSKI THOMAS W
Form 4
May 03, 2012

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
SWIDARSKI THOMAS W

2. Issuer Name and Ticker or Trading Symbol
DIEBOLD INC [DBD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O DIEBOLD,
INCORPORATED, 5995 MAYFAIR
ROAD

3. Date of Earliest Transaction
(Month/Day/Year)
05/01/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

(Street)
NORTH CANTON, OH 44720

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)	Price		
Common Stock	05/01/2012		M	25,000 A	\$ 37.87	170,318 ⁽²⁾	D
Common Stock	05/01/2012		S	25,000 D	\$ 39.8909	145,318 ⁽²⁾	D
Common Stock	05/02/2012		M	25,000 A	\$ 37.87	170,318 ⁽²⁾	D
Common Stock	05/02/2012		S	25,000 D	\$ 39.236	145,318 ⁽²⁾	D

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Common Stock 55,566 I By Wife

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

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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. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number of Shares
Non-qualified Stock Option	\$ 53.1					02/11/2005 02/10/2014	Common Stock 25
Non-qualified Stock Option	\$ 55.23					02/10/2006 02/09/2015	Common Stock 22
Non-qualified Stock Option	\$ 37.87	05/01/2012		M	25,000	(3) 12/11/2012	Common Stock 25
Non-qualified Stock Option	\$ 37.87	05/02/2012		M	25,000	(3) 12/11/2012	Common Stock 25
Non-qualified Stock Option	\$ 25.53					02/13/2009 02/12/2018	Common Stock 120
Non-qualified Stock Option	\$ 24.79					02/11/2010 02/10/2019	Common Stock 150
Non-qualified Stock Option	\$ 27.88					02/11/2011 02/10/2020	Common Stock 120
Non-qualified Stock Option	\$ 33.75					02/14/2012 02/13/2021	Common Stock 130
Non-qualified Stock Option	\$ 34.89					02/08/2013 02/07/2022	Common Stock 170

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SWIDARSKI THOMAS W
C/O DIEBOLD, INCORPORATED
5995 MAYFAIR ROAD
NORTH CANTON, OH 44720

X

President & CEO

Signatures

Chad F. Hesse, Att'y.-in-fact for Thomas W.
Swidarski

05/03/2012

__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) Number includes restricted stock units

75,000 of these options became exercisable when the stock traded at \$50/share or higher for 20 consecutive trading days in July 2007, and
(3) the second 75,000 will become exercisable when the stock trades at \$60/share or higher for 20 consecutive trading days. All remaining 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.

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