Edgar Filing: DELL INC - Form 4

DELL INC											
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January 04, 2	.007										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
CURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Subject to Section 16. Form 4 or				GES IN BENEFICIAL OWNERSHIP O SECURITIES 5(a) of the Securities Exchange Act of 1934					Expires: January 31, 2005 Estimated average burden hours per response 0.5		
obligation may conti <i>See</i> Instru 1(b).	^{ns} Section 17	(a) of the	Public Ut		ing Com	pany	Act of	f 1935 or Section	n		
(Print or Type R	lesponses)										
CARTY DONALD J Symbol				Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
			f Earliest Transaction				(Check all applicable)				
((Month/Day/Year) 01/02/2007					X_ Director 10% Owner Officer (give title Other (specify below)			
			endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
ROUND RO	OCK, TX 78682							Form filed by M Person	fore than One Re	porting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurit	ies Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A)			Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
Common Stock	01/02/2007			Code V A	Amount 50,000 (1)	or (D) A	Price \$ 0	(Instr. 3 and 4) 652,907 (2)	D		

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

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 Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transac Code (Instr. 8		5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Expiration Date Und (Month/Day/Year) (Ins or		7. Title and A Underlying S (Instr. 3 and	Securit
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Num Share
Nonqualified Stock Options	\$ 25.27	01/02/2007		А		190,000		(3)	01/02/2017	Common Stock	190

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
CARTY DONALD J ONE DELL WAY ROUND ROCK, TX 78682	Х							
Signatures								

/s/ Thomas H. Welch, Jr., Attorney-in-Fact

Date

01/04/2007

Explanation of Responses:

**Signature of Reporting Person

- * 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) Represents 50,000 restricted stock units vesting as follows: 10,000 units on 1/2 of 2008 through 2012.

Represents 592,495 unrestricted shares and 60,412 restricted shares/units lapsing as follows: 374 shares on 7/16/2007, 375 shares on 7/16
(2) of 2008 and 2009, 377 shares on 7/15 of 2007 through 2010, 788 shares on 7/1/2007, 789 shares on 7/1 of 2008 through 2011, 3,836 shares on 1/21/2007 and 10,000 units on 1/2 of 2008 through 2012.

(3) Exercisable as follows: 38,000 shares on 1/2 of 2008 through 2012.

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.