**DELL INC** Form 4 January 04, 2007

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

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

obligations may continue. See Instruction 1(b).

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 \* CARTY DONALD J

(Street)

(State)

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

Symbol

(First) (Middle)

3. Date of Earliest Transaction

X\_ Director

ONE DELL WAY

(Last)

(City)

(Month/Day/Year)

DELL INC [DELL]

10% Owner Officer (give title Other (specify below)

(Check all applicable)

01/02/2007

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

ROUND ROCK, TX 78682

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) anv (Month/Day/Year)

(Zip)

4. Securities Acquired 5. Amount of Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Owned Following (Instr. 4) Reported Transaction(s)

Beneficial Indirect (I) Ownership (Instr. 4)

Code V Amount

(Instr. 3 and 4) (D) Price

D

Common Stock

01/02/2007

50,000 A \$0 652,907 (2) A (1)

(A)

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 (9-02)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)

#### Edgar Filing: DELL INC - Form 4

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	<ol><li>Date Exer</li></ol>	cisable and	7. Title and A	Amoun	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	Derivative Expiration Date		Underlying Securiti			
Security	or Exercise		any	Code	Securities	(Month/Day	(Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) of	equired (A) or				
	Derivative				Disposed of (D)					
	Security				(Instr. 3, 4, and					
					5)					
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amo Numl Share	
Nonqualified Stock Options	\$ 25.27	01/02/2007		A	190,000	(3)	01/02/2017	Common Stock	190	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
CARTY DONALD J ONE DELL WAY ROUND ROCK, TX 78682	X						

# **Signatures**

/s/ Thomas H. Welch, Jr.,
Attorney-in-Fact
01/04/2007

\*\*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) 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 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.

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