

Pierce Leslie A
 Form 4
 February 14, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
 Pierce Leslie A

(Last) (First) (Middle)

C/O DIEBOLD,
 INCORPORATE, 5995 MAYFAIR
 ROAD

(Street)

NORTH CANTON, OH 44720

(City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/10/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP&Corporate Controller

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount or (D) Price | | | |
| Common Stock | | | | | 246 | I | 401(k) ⁽¹⁾ |
| Common Stock | | | | | 158 | I | ESPP ⁽²⁾ |
| Common Stock | 02/10/2011 | | A | 5,250 ⁽³⁾ A \$ 0 | 9,127 ⁽⁴⁾ | D | |

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

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SEC 1474 (9-02)

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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 (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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|----------------------------|
| Non-qualified Stock Option | \$ 36.59 | | | | | 02/06/2003 02/05/2012 | Common Stock | 60 |
| Non-qualified Stock Option | \$ 36.31 | | | | | 02/05/2004 02/04/2013 | Common Stock | 60 |
| Non-qualified Stock Option | \$ 47.27 | | | | | 02/14/2008 02/13/2017 | Common Stock | 1,25 |
| Non-qualified Stock Option | \$ 25.53 | | | | | 02/13/2009 02/12/2018 | Common Stock | 5,00 |
| Non-qualified Stock Option | \$ 24.79 | | | | | 02/11/2010 02/10/2019 | Common Stock | 7,00 |
| Non-qualified Stock Option | \$ 27.88 | | | | | 02/11/2011 02/10/2020 | Common Stock | 8,00 |
| Non-qualified Stock Option (5) | \$ 32.67 | 02/10/2011 | | A | 7,250 | 02/10/2012 02/09/2021 | Common Stock | 7,25 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Pierce Leslie A C/O DIEBOLD, INCORPORATE 5995 MAYFAIR ROAD NORTH CANTON, OH 44720 | | | VP&Corporate Controller | |

Signatures

Chad F. Hesse, Att'y.-in-fact for Leslie A.
Pierce

02/14/2011

__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) Includes shares acquired under the Diebold, Incorporated Employee Stock Purchase Plan.
- (3) Award of restricted stock units; each restricted stock unit represents a contingent right to receive one share of Diebold, Incorporated common stock.
- (4) Number includes restricted stock units.
- (5) Granted under the 1991 Equity and Performance Incentive Plan; option is generally exercisable in annual increments of 25% beginning one year from date of grant.

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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