

Stephenson Bradley J
 Form 4
 February 14, 2011

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 *
 Stephenson Bradley J

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)
 02/10/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP, Security Division

(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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					4,661	I	401(k) ⁽¹⁾
Common Stock	02/10/2011		A	6,250 ⁽²⁾	A \$ 0 12,047 ⁽³⁾	D	

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

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 (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 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 or Number of Shares
Non-qualified Stock Option	\$ 36.59					02/06/2003 02/05/2012	Common Stock 1,500
Non-qualified Stock Option	\$ 36.31					02/05/2004 02/04/2013	Common Stock 1,500
Non-qualified Stock Option	\$ 53.1					02/11/2005 02/10/2014	Common Stock 900
Non-qualified Stock Option	\$ 55.23					02/10/2006 02/09/2015	Common Stock 1,400
Non-qualified Stock Option	\$ 39.43					02/20/2007 02/19/2016	Common Stock 2,500
Non-qualified Stock Option	\$ 47.27					02/14/2008 02/13/2017	Common Stock 3,500
Non-qualified Stock Option	\$ 25.53					02/13/2009 02/12/2018	Common Stock 3,500
Non-qualified Stock Option	\$ 24.79					02/11/2010 02/10/2019	Common Stock 5,000
Non-qualified Stock Option	\$ 27.88					02/11/2011 02/10/2020	Common Stock 8,000
Non-qualified Stock Option (4)	\$ 32.67	02/10/2011		A	7,250	02/10/2012 02/09/2021	Common Stock 7,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stephenson Bradley J C/O DIEBOLD, INCORPORATED 5995 MAYFAIR ROAD			VP, Security Division	

