

Pierce Leslie A  
 Form 4  
 February 13, 2009

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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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)  
 02/11/2009

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)<br>Code V Amount (D) Price                             |   |  |                                   |
| Common Stock                    |                                      |  |                                |   | 1,165   | I  | 401(k) <sup>(1)</sup>             |
| Common Stock                    |                                      |  |                                |   | 158   | I  | ESPP <sup>(2)</sup>               |
| Common Stock                    |                                      |  |                                |   | 862 <sup>(3)</sup>  | 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 (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                 | \$ 28.69   |                                      |  |                                |  | 02/07/2002 02/06/2011                                    | Common Stock  | 60                         |
| 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<br>(4)          | \$ 24.79   | 02/11/2009                           |  | A                              | 7,000  | 02/11/2010 02/10/2019                                    | Common Stock  | 7,00                       |

## Reporting Owners

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

## Signatures

Chad F. Hesse, Att'y.-in-fact for Leslie A. Pierce 02/13/2009

\*\*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) Number includes restricted stock units.
- (4) 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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