

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
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

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

1. Name and Address of Reporting Person *
Rutt Sheila M

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

C/O DIEBOLD,
INCORPORATED, 5995 MAYFAIR
ROAD

3. Date of Earliest Transaction
(Month/Day/Year)
02/13/2008

 Director 10% Owner
X Officer (give title below) Other (specify below)
 VP, Chief HR Officer

(Street)

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

NORTH CANTON, OH 44720

(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)	
			Code	V	Amount (A) or (D)	Price		
Common Stock						416	I	401(k) ⁽¹⁾
Common Stock	02/13/2008		A		464 ⁽²⁾	A \$ 25.53	7,788	D
Common Stock	02/13/2008		F		148 ⁽²⁾	D \$ 25.53	7,640 ⁽³⁾	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)

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)

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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-qualified Stock Option	\$ 26.156							10/02/2001	10/01/2010	Common Stock	1,000
Non-qualified Stock Option	\$ 28.69							02/07/2002	02/06/2011	Common Stock	2,000
Non-qualified Stock Option	\$ 36.59							02/06/2003	02/05/2012	Common Stock	5,000
Non-qualified Stock Option	\$ 36.31							02/05/2004	02/04/2013	Common Stock	5,000
Non-qualified Stock Option	\$ 53.1							02/11/2005	02/10/2014	Common Stock	5,000
Non-qualified Stock Option	\$ 55.23							02/10/2006	02/09/2015	Common Stock	6,000
Non-qualified Stock Option	\$ 39.43							02/20/2007	02/19/2016	Common Stock	8,000
Non-qualified Stock Option	\$ 47.27							02/14/2008	02/13/2017	Common Stock	7,500
Non-qualified Stock Option (4)	\$ 25.53	02/13/2008		A		7,500		02/13/2009	02/12/2018	Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rutt Sheila M C/O DIEBOLD, INCORPORATED 5995 MAYFAIR ROAD			VP, Chief HR Officer	

NORTH CANTON, OH 44720

Signatures

Chad F. Hesse, Att'y.-in-fact for Sheila
M. Rutt

02/15/2008

__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) Reflects delivery of performance shares earned for performance period 1/26/2005-1/29/2008 under the 1991 Equity and Performance Incentive Plan, as amended, and withholding of shares pursuant to tax withholding right.
- (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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