

Kristoff John D
 Form 4
 February 17, 2012

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

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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 *
 Kristoff John D

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)

3. Date of Earliest Transaction (Month/Day/Year)
 02/15/2012

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 VP, Chief Communications Ofcr.

C/O DIEBOLD, INCORPORATED, 5995 MAYFAIR ROAD

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)	Price		
Common Stock	02/15/2012		M	1,000 A	\$ 36.31	15,050 ⁽²⁾	D
Common Stock	02/15/2012		M	3,500 A	\$ 25.53	18,550 ⁽²⁾	D
Common Stock	02/15/2012		M	3,750 A	\$ 24.79	22,300 ⁽²⁾	D
Common Stock	02/15/2012		M	2,500 A	\$ 27.88	24,800 ⁽²⁾	D
						990	I 401(k) ⁽¹⁾

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Common Stock 02/15/2012 S 9,730 D \$ 37.7159 15,070 ⁽²⁾ D

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

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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		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
					(A)	(D)	Date Exercisable	Expiration Date		
Non-qualified Stock Option	\$ 36.31	02/15/2012		M	1,000		02/05/2004	02/04/2013	Common Stock	1,000
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	850
Non-qualified Stock Option	\$ 39.43						02/20/2007	02/19/2016	Common Stock	3,500
Non-qualified Stock Option	\$ 47.27						02/14/2008	02/13/2017	Common Stock	3,500
Non-qualified Stock Option	\$ 25.53	02/15/2012		M	3,500		02/13/2009	02/12/2018	Common Stock	3,500
Non-qualified Stock Option	\$ 24.79	02/15/2012		M	3,750		02/11/2010	02/10/2019	Common Stock	3,750
Non-qualified Stock Option	\$ 27.88	02/15/2012		M	2,500		02/11/2011	02/10/2020	Common Stock	2,500
Non-qualified Stock Option	\$ 32.67						02/10/2012	02/09/2021	Common Stock	5,500
Non-qualified Stock Option	\$ 34.89						02/08/2013	02/07/2022	Common Stock	9,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kristoff John D C/O DIEBOLD, INCORPORATED 5995 MAYFAIR ROAD NORTH CANTON, OH 44720			VP, Chief Communications Ofcr.	

Signatures

Chad F. Hesse, Att'y.-in-fact for John D. Kristoff	02/17/2012
**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) Number includes restricted stock units.

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.