

DIEBOLD INC
Form 4
February 14, 2014

FORM 4

**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 APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Kristoff John D

(Last) (First) (Middle)

C/O DIEBOLD,
INCORPORATED, 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)
02/12/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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. 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) | 8 | I | 401(k) ⁽¹⁾ |
| Common Stock | 02/12/2014 | | A | 1,135 ⁽²⁾ | A \$ 0 18,030 ⁽³⁾ | D | |

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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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 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 | \$ 32.67 | | | | | | | 02/10/2012 | 02/09/2021 | Common Stock | 5,5 |
| Non-Qualified Stock Option | \$ 34.89 | | | | | | | 02/08/2013 | 02/07/2022 | Common Stock | 9,5 |
| Non-Qualified Stock Option | \$ 27.88 | | | | | | | 02/11/2011 | 02/10/2020 | Common Stock | 2,5 |
| Non-Qualified Stock Option | \$ 47.27 | | | | | | | 02/14/2008 | 02/13/2017 | Common Stock | 3,5 |
| Non-Qualified Stock Option | \$ 55.23 | | | | | | | 02/10/2006 | 02/09/2015 | Common Stock | 85 |
| Non-Qualified Stock Option | \$ 36.59 | | | | | | | 02/06/2003 | 02/05/2012 | Common Stock | 1,0 |
| Non-Qualified Stock Option | \$ 29.87 | | | | | | | 02/06/2014 | 02/05/2023 | Common Stock | 5,7 |
| Non-Qualified Stock Option | \$ 24.79 | | | | | | | 02/11/2010 | 02/10/2019 | Common Stock | 1,2 |
| Non-Qualified Stock Option | \$ 39.43 | | | | | | | 02/20/2007 | 02/19/2016 | Common Stock | 3,5 |
| Non-Qualified Stock Option (4) | \$ 34.13 | 02/12/2014 | | A | | 8,714 | | 02/12/2015 | 02/12/2024 | Common Stock | 8,7 |

Reporting Owners

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

NORTH CANTON, OH 44720

Signatures

Chad F. Hesse, Attorney-in-fact for John D.
Kristoff

02/14/2014

__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) Award of restricted stock units; each restricted stock unit represents a contingent right to receive one share of Diebold Incorporated common stock.
- (3) Number includes restricted stock units.
- (4) Granted under the 1991 Equity and Performance Incentive Plan; option is generally exercisable in annual increments of 1/3, 1/3, 1/3 beginning one year from the 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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