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SCHUCKENBROCK STEPHEN FRANCIS

Form 4 March 14, 2011

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(C:tr.)

(Print or Type Responses)

1. Name and Add SCHUCKENE FRANCIS	•	_	2. Issuer Name and Ticker or Trading Symbol DELL INC [DELL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(eneer an approache)			
			(Month/Day/Year)	Director 10% Owner			
ONE DELL WAY			03/11/2011	_X_ Officer (give title Other (specify below)			
				President			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person			
ROUND ROC	K, TX 7868	32		Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative S	ecuriti	ies Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securitie oner Disposee (Instr. 3, 4 a	d of (D)	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	03/11/2011		M	200,000	A	\$ 8.39	593,105	D	
Common Stock	03/11/2011		S	200,000	D	\$ 15.16	393,105 <u>(1)</u>	D	

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

(7:n)

(State)

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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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Da	6. Date Exercisable and		7. Title and Amoun	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expir	ration Da	ate	Underlying Securiti	
Security	or Exercise		any	Code	Securities	(Mon			(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)	or				
	Derivative				Disposed of ((D)				
	Security				(Instr. 3, 4, ar	nd				
					5)					
						Date		Expiration	Title	Amo
				Code V	(A) (D)	Exerc	cisable	Date	11110	Share
Nonqualified									Common	
Stock Options	\$ 8.39	03/11/2011		M	200,0	00	(2)	03/05/2019	Stock	200
	Derivative Security (Instr. 3)	Derivative Conversion Security or Exercise (Instr. 3) Price of Derivative Security Nonqualified Stock \$8.39	Derivative Conversion (Month/Day/Year) Security or Exercise (Instr. 3) Price of Derivative Security Nonqualified Stock \$ 8.39 03/11/2011	Derivative Security or Exercise (Instr. 3) Price of Derivative Security Nonqualified Stock \$8.39 03/11/2011	Derivative Security or Exercise (Instr. 3) Price of Derivative Security Nonqualified Stock \$8.39 03/11/2011 Execution Date, if Transactic any Code (Month/Day/Year) (Instr. 8) Code V	Derivative Security or Exercise (Instr. 3) Price of Derivative Security Security Or Exercise (Instr. 3) Price of Derivative Security Nonqualified Stock Security Code V (A) (D) Execution Date, if TransactionDerivative any Code Securities (Month/Day/Year) (Instr. 8) Acquired (A) Disposed of (Instr. 3, 4, ar 5) Code V (A) (D)	Derivative Conversion (Month/Day/Year) Execution Date, if TransactionDerivative Security or Exercise any Code Securities (Mort (Month/Day/Year)) (Instr. 8) Acquired (A) or Derivative Security (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercise (Morth/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Nonqualified Stock \$ 8.39 03/11/2011 M 200,000	Derivative Security or Exercise (Instr. 3) Price of Derivative Security Nonqualified Stock \$8.39 03/11/2011 Execution Date, if TransactionDerivative any Code Securities (Month/Day/Year) (Instr. 3) TransactionDerivative any Code Securities (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable	Derivative Security or Exercise (Instr. 3) Price of Derivative Security Security (Instr. 3) Price of Derivative Security Security Nonqualified Stock \$8.39 03/11/2011 Execution Date, if Transactio/Derivative any Code Securities (Month/Day/Year) (Instr. 3) Code Securities (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Exercisable Date	Derivative Security or Exercise Security or Exercise (Month/Day/Year) Price of Derivative Security Security Security or Exercise (Month/Day/Year) (Instr. 3) Price of Derivative Security Security Security Security (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Date (Instr. 3 and Security Securities (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Exercisable Date Securities (Month/Day/Year) (Instr. 3 and Security Securities (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Security Securities (Month/Day/Year) (Instr. 3 and Securities Securities (Month/Day/Year) Securities (Month/Day/Year) (Instr. 3 and Securities Securities Securities (Month/Day/Year) Sec

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SCHUCKENBROCK STEPHEN FRANCIS ONE DELL WAY

ROUND ROCK, TX 78682

President

Signatures

/s/ Janet B. Wright, Attorney-in-Fact

03/14/2011

**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) Represents 159,243 unrestricted shares and 233,862 restricted stock units vesting as follows: 30,000 units on 1/8/12, 114,423 units on 3/5/12 and 89,439 units on 3/26/13.
- (2) Exercisable as follows: 197,298 shares currently exerisable and 198,650 shares on 3/5/12.

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