DELL INC Form 4 July 25, 2006

## 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. Form 4 or Expires: January 31, Expires: 2005

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0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

See Instruction 30(n) of the Investment Comp

1(b).

(Print or Type Responses)

Name and Address of Reporting Pe CARTY DONALD J	2. Issuer Name and Ticker or Trading Symbol DELL INC [DELL]	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (Mic	Idle) 3. Date of Earliest Transaction	(Check all applicable)		
ONE DELL WAY	(Month/Day/Year) 07/21/2006	X Director 10% Owner Officer (give title below) Other (specification)		
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person		
ROUND ROCK, TX 78682		Form filed by More than One Reporting Person		

(City)	(State) (Z	Zip) Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)				5. Amount of Securities Beneficially	6. Ownership 7. Natur Form: Direct Indirect (D) or Benefici		
()		(Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A)		1	Owned Following Reported Transaction(s)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	07/21/2006		A	3,836 (1)	A	\$0	214,963	D		
Common Stock	07/21/2006		A	3,944 (2)	A	\$0	218,907 (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)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

### Edgar Filing: DELL INC - Form 4

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. Transactic Code (Instr. 8)	sactionDerivative Expiration Securities (Month/D		CransactionDerivative Expiration Date Code Securities (Month/Day/Year) Instr. 8) Acquired (A) or Disposed of (D)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shar	
Nonqualified Stock Options	\$ 19.55	07/21/2006		A	15,775	<u>(4)</u>	07/21/2016	Common Stock	15,77	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
CARTY DONALD J ONE DELL WAY ROUND ROCK, TX 78682	X						

## **Signatures**

/s/ Thomas H. Welch, Jr., Attorney-in-Fact 07/25/2006

\*\*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 restricted stock lapsing on 1/21/2007.
- (2) Represents resticted stock lapsing as follows: 788 shares on 7/21 of 2007 thorugh 2010 and 792 shares 7/21/11.
- (3) Represents 208,495 unrestricted shares and 10,412 lapsing as follows: 377 shares on 7/15 of 2007 through 2010, 374 shares on 7/16/2007, 375 shares on 7/16 of 2008 and 2009 and 3,836 on 1/21/2007 and 788 shares on 7/21 of 2007 through 2010 and 792 shares on 7/21/2011.
- (4) Exercisable as follows: 3,155 shares on 7/21 of 2007 through 2011.

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.

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