BREYER JAMES

Form 4

February 09, 2011

FORM 4

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

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

burden hours per response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BREYER JAMES			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			DELL INC [DELL]	(Check all applicable)			
(Last) (First) (Midd			3. Date of Earliest Transaction				
			(Month/Day/Year)	_X_ Director 10% Owner			
ONE DELL WAY			02/08/2011	Officer (give titleOther (specify below)			
	(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 ROCK TX 78682				Form filed by More than One Reporting			

Person

ROUND ROCK, TX 78682

(City)	(State)	Zip) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Form: Direct Securities Form:		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	02/08/2011		P	400 (1)	A	\$ 14	145,799	D	
Common Stock	02/08/2011		P	1,400 (1)	A	\$ 13.98	147,199	D	
Common Stock	02/08/2011		P	400 (1)	A	\$ 13.97	147,599	D	
Common Stock	02/08/2011		P	1,100 (1)	A	\$ 13.96	148,699	D	
Common Stock	02/08/2011		P	900 (1)	A	\$ 13.95	149,599	D	
	02/08/2011		P		A		150,899	D	

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Common Stock			1,300 (1)	\$ 13.94		
Common Stock	02/08/2011	P	800 (1) A	\$ 13.93	151,699	D
Common Stock	02/08/2011	P	600 (1) A	\$ 13.92	152,299	D
Common Stock	02/08/2011	P	200 (1) A	\$ 13.9	152,499	D
Common Stock	02/08/2011	P	2,900 A	\$ 13.89	155,399	D
Common Stock	02/09/2011	P	2,600 A	\$ 13.99	157,999	D
Common Stock	02/09/2011	P	700 <u>(1)</u> A	\$ 13.97	158,699	D
Common Stock	02/09/2011	P	200 (1) A	\$ 13.95	158,899	D
Common Stock	02/09/2011	P	1,500 A	\$ 13.94	160,399	D
Common Stock	02/09/2011	P	400 (1) A	\$ 13.87	160,799	D
Common Stock	02/09/2011	P	300 (1) A	\$ 13.86	161,099	D
Common Stock	02/09/2011	P	200 (1) A	\$ 13.82	161,299	D
Common Stock	02/09/2011	P	600 (1) A	\$ 13.81	161,899	D
Common Stock	02/09/2011	P	1,300 A	\$ 13.8	163,199	D
Common Stock	02/09/2011	P	200 (1) A	\$ 13.78	163,399	D
Common Stock	02/09/2011	P	2,000 A	\$ 13.77	165,399 (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)

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exercisal Expiration Date		7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month Day/ Teal)	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Yea e	ar)	Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Ex Exercisable Da	•	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
Toporting o where the control of the	Director	10% Owner	Officer	Other			
BREYER JAMES							
ONE DELL WAY	X						
ROUND ROCK, TX 78682							

Signatures

/s/ Janet B.
Wright

**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) Transaction executed pursuant to an established 10b5-1 plan.
- (2) Represents 108,394 unrestricted shares and 57,005 restricted stock units vesting as follows: 11,167 units on 6/2 of 2011 and 2012, 5,262 units on 7/17 of 2011 and 2012, 5,562 units on 8/14/11, 5,546 units on 8/14/12, 5,545 units on 8/14/13 and 7,494 units on 2/14/11.

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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