

DELL INC  
Form 8-K  
March 29, 2007

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

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**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

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Date of Report (Date of earliest event reported): **March 29, 2007**

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**Dell Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)

**0-17017**  
(Commission File Number)

**74-2487834**  
(IRS Employer  
Identification No.)

**One Dell Way, Round Rock, Texas 78682**  
(Address of principal executive offices) (zip code)

Registrant's telephone number, including area code: **(512) 338-4400**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.04 Temporary Suspension of Trading Under Registrant's Employee Benefit Plans.**

(a) On March 29, 2007, Dell Inc. delivered a blackout notice to its directors and executive officers informing them of a temporary suspension of contributions to the Dell Stock Fund within the Dell Inc. 401(k) Plan and the Dell Financial Services L.P. 401(k) Plan, as a result of the anticipated delayed filing of the company's fiscal 2007 Annual Report on Form 10-K, and the resulting blackout restrictions imposed upon the company's directors and executive officers. Attached hereto as Exhibit 99.1 and incorporated by reference is a copy of the blackout notice. The company provided the blackout notice to its directors and executive officers in accordance with Section 306(a) of the Sarbanes-Oxley Act of 2002 and Rule 104 of the Securities and Exchange Commission's Regulation BTR.

**Item 8.01 Other Events.**

On March 29, 2007, the company issued a press release announcing that the company will delay filing its fiscal 2007 Annual Report on Form 10-K pending completion of the previously announced internal investigation by the Audit Committee of the Board of Directors. A copy of the press release is attached as Exhibit 99.2 to this report.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit 99.1 – Blackout Notice dated March 29, 2007, as provided to directors and executive officers of Dell Inc.

Exhibit 99.2 – Press Release issued by Dell Inc., dated March 29, 2007.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**DELL INC.**

Date: March 29, 2007

By: /s/ Thomas H. Welch, Jr.  
Thomas H. Welch, Jr.  
Vice President and Assistant Secretary

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**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description of Exhibit</b>
99.1	Blackout Notice dated March 29, 2007, as provided to directors and executive officers of Dell Inc.
99.2	Press Release issued by Dell Inc., dated March 29, 2007.

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