

Nelson Erin C
Form 3
March 11, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Nelson Erin C
(Last) (First) (Middle)

ONE DELL WAY

(Street)

ROUND ROCK,Â TXÂ 78682

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
03/06/2009

3. Issuer Name **and** Ticker or Trading Symbol
DELL INC [DELL]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer ___ Other
(give title below) (specify below)
Chief Marketing Officer

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

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

55,681 ⁽¹⁾

D Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Nonqualified Stock Options	Â (2)	04/12/2009	Common Stock	7,000	\$ 41	D	Â
Nonqualified Stock Options	Â (2)	09/23/2009	Common Stock	3,350	\$ 44.6875	D	Â
Nonqualified Stock Options	Â (2)	08/22/2010	Common Stock	10,706	\$ 37.5938	D	Â
Nonqualified Stock Options	Â (2)	02/12/2011	Common Stock	1,256	\$ 22.9375	D	Â
Nonqualified Stock Options	Â (2)	09/06/2011	Common Stock	1,455	\$ 22.1	D	Â
Nonqualified Stock Options	Â (2)	10/25/2011	Common Stock	7,242	\$ 25.025	D	Â
Nonqualified Stock Options	Â (2)	03/07/2012	Common Stock	7,227	\$ 27.64	D	Â
Nonqualified Stock Options	Â (2)	09/05/2012	Common Stock	11,852	\$ 25.45	D	Â
Nonqualified Stock Options	Â (2)	03/06/2013	Common Stock	6,684	\$ 26.185	D	Â
Nonqualified Stock Options	Â (3)	03/05/2019	Common Stock	59,595	\$ 8.39	D	Â
Nonqualified Stock Options	Â (2)	03/03/2015	Common Stock	14,750	\$ 40.17	D	Â
Nonqualified Stock Options	Â (2)	09/02/2014	Common Stock	6,645	\$ 35.35	D	Â
Nonqualified Stock Options	Â (2)	03/04/2014	Common Stock	5,950	\$ 32.985	D	Â
Nonqualified Stock Options	Â (2)	09/04/2013	Common Stock	6,250	\$ 34.24	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nelson Erin C ONE DELL WAY ROUND ROCK,Â TXÂ 78682	Â	Â	Â Chief Marketing Officer	Â

Signatures

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

03/11/2009

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

Represents 12,321 unrestricted shares and 43,360 restricted stock units vesting as follows: 786 units on 3/9 of 2009 through 2011, 2,028

(1) units on 3/8 of 2009 and 2010, 6,899 units on 2/1 of 2010 and 2011, 4,539 units on 5/5/2009, 4,537 units on 5/5 of 2010 and 2011, and 9,535 units on 3/5/2012.

(2) Currently exercisable

(3) Exercisable as follows: 19,865 shares on 3/5 of 2010 through 2012.

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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