

DIEBOLD INC
Form 5
February 12, 2015

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN 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

1. Name and Address of Reporting Person *
Kristoff John D

(Last) (First) (Middle)

C/O DIEBOLD,
INCORPORATED, 5995
MAYFAIR ROAD

(Street)

NORTH CANTON, OH 44720

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DIEBOLD INC [DBD]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
VP, Chief Communications Ofcr.

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/10/2014	^	F	(A) Amount 1,768 (1) (D) Price \$ 33.85	16,262 (2)	D	^
Common Stock	^	^	^	^ ^ ^	8 (3)	I	401(k) (3)

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

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SEC 2270 (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 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)		
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option <u>(4)</u>	\$ 32.67	Â	Â	Â	Â	Â	02/10/2012	02/09/2021	Common Stock	5,5
Non-Qualified Stock Option <u>(4)</u>	\$ 34.89	Â	Â	Â	Â	Â	02/08/2013	02/07/2022	Common Stock	9,5
Non-Qualified Stock Option <u>(4)</u>	\$ 27.88	Â	Â	Â	Â	Â	02/11/2011	02/10/2020	Common Stock	2,5
Non-Qualified Stock Option <u>(4)</u>	\$ 47.27	Â	Â	Â	Â	Â	02/14/2008	02/13/2017	Common Stock	3,5
Non-Qualified Stock Option <u>(4)</u>	\$ 39.43	Â	Â	Â	Â	Â	02/20/2007	02/19/2016	Common Stock	3,5
Non-Qualified Stock Option <u>(4)</u>	\$ 55.23	Â	Â	Â	Â	Â	02/10/2006	02/09/2015	Common Stock	85
Non-Qualified Stock Option <u>(4)</u>	\$ 29.87	Â	Â	Â	Â	Â	02/06/2014	02/05/2023	Common Stock	5,7
Non-Qualified Stock Option <u>(4)</u>	\$ 34.13	Â	Â	Â	Â	Â	02/12/2015	02/12/2024	Common Stock	8,7

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

Kristoff John D
C/O DIEBOLD, INCORPORATED
5995 MAYFAIR ROAD
NORTH CANTON, OH 44720
VP, Chief Communications Ofcr.

Signatures

Chad F. Hesse, Attorney-in-fact for John D.
Kristoff
02/12/2015

__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) Shares withheld pursuant to exercise of tax withholding right under the 1991 Equity and Performance Incentive Plan - Restricted Share Award
- (2) Number includes restricted stock units.
- (3) Number of 401(k) shares owned as of most current statement; fractional shares omitted.
- (4) Granted under the 1991 Equity and Performance Incentive Plan; option is generally exercisable in annual increments of 1/3, 1/3, 1/3 beginning one year from the date of grant.

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