

Esparza Andrew c  
 Form 3/A  
 March 06, 2008

**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 * |         | 2. Date of Event Requiring Statement  | 3. Issuer Name <b>and</b> Ticker or Trading Symbol  |  |
| Â Esparza Andrew c                        |         | (Month/Day/Year)  | DELL INC [DELL]   |  |
| (Last)                                    | (First) | (Middle)  | 09/06/2007  |  |
| ONE DELL WAY                              |         | 4. Relationship of Reporting Person(s) to Issuer  |   | 5. If Amendment, Date Original Filed(Month/Day/Year)       |
| (Street)                                  |         | (Check all applicable)  |   | 09/13/2007   |
| ROUND ROCK,Â TXÂ 78682                    |         | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below) |   | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City)                                    | (State) | (Zip)   | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |  |
| Senior Vice President                     |         |   |   |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 79,792 <sup>(1)</sup>                                    | 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<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|--|--|--|
|   | Date Exercisable    Expiration Date                         | Title    Amount or Number of   |  |  |  |

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|                            |       |            |              | Shares  |            | (I)<br>(Instr. 5) |   |
|----------------------------|-------|------------|--------------|---------|------------|-------------------|---|
| Nonqualified Stock Options | Â (2) | 03/26/2009 | Common Stock | 19,011  | \$ 30.43   | D                 | Â |
| Nonqualified Stock Options | Â (2) | 09/23/2009 | Common Stock | 68,045  | \$ 44.6875 | D                 | Â |
| Nonqualified Stock Options | Â (2) | 03/03/2010 | Common Stock | 65,307  | \$ 45.9375 | D                 | Â |
| Nonqualified Stock Options | Â (2) | 03/24/2010 | Common Stock | 9,861   | \$ 45.9    | D                 | Â |
| Nonqualified Stock Options | Â (2) | 08/22/2010 | Common Stock | 109,730 | \$ 37.5938 | D                 | Â |
| Nonqualified Stock Options | Â (2) | 06/18/2011 | Common Stock | 20,000  | \$ 24.09   | D                 | Â |
| Nonqualified Stock Options | Â (2) | 03/07/2012 | Common Stock | 13,658  | \$ 27.64   | D                 | Â |
| Nonqualified Stock Options | Â (2) | 09/05/2012 | Common Stock | 23,106  | \$ 25.45   | D                 | Â |
| Nonqualified Stock Options | Â (3) | 03/06/2013 | Common Stock | 22,458  | \$ 26.185  | D                 | Â |
| Nonqualified Stock Options | Â (2) | 09/04/2013 | Common Stock | 24,045  | \$ 34.24   | D                 | Â |
| Nonqualified Stock Options | Â (2) | 03/04/2014 | Common Stock | 28,080  | \$ 32.985  | D                 | Â |
| Nonqualified Stock Options | Â (4) | 03/08/2017 | Common Stock | 156,153 | \$ 22.275  | D                 | Â |
| Nonqualified Stock Options | Â (2) | 03/03/2015 | Common Stock | 53,800  | \$ 40.17   | D                 | Â |
| Nonqualified Stock Options | Â (2) | 09/02/2014 | Common Stock | 30,565  | \$ 35.35   | D                 | Â |

## Reporting Owners

| Reporting Owner Name / Address                           | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| Esparza Andrew c<br>ONE DELL WAY<br>ROUND ROCK, TX 78682 | Â             | Â         | Â Senior Vice President | Â     |

## Signatures

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

03/06/2008

\_\_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).
- (1) Represents 2,184 shares held unrestricted and 77,608 restricted stock units lapsing as follows: 10,754 on 2/8 of 2008 and 2009, 2,091 units on 3/3 of 2009 through 2012, 2,955 units on 3/9 of 2008 through 2011 and 35,916 units on 3/29/2010.
- (2) Currently exercisable.
- (3) Exercisable as follows: 14,972 shares currently exercisable and 7,468 vestin gon 3/6/2008.
- (4) Exercisable as follows: 52,051 shares on 3/8 of 2008 through 2010.

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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