

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 and Ticker or Trading Symbol	
Â Esparza Andrew c		(Month/Day/Year)	DELL INC [DELL]	
(Last)	(First)	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	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<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 (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	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 (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	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)
	Date Exercisable      Expiration Date	Title      Amount or Number of			

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				Shares		(I) (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 ONE DELL WAY 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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