

DIEBOLD INC  
Form 8-K  
May 05, 2010

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

**Form 8-K  
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (date of earliest event reported): April 29, 2010**

**DIEBOLD, INCORPORATED**

(Exact name of registrant as specified in its charter)

Ohio

1-4879

34-0183970

(State or other jurisdiction  
Number)of incorporation)

(Commission File Number)

(IRS Employer Identification

5995 Mayfair Road, P.O. Box 3077, North Canton,  
Ohio

44720-8077

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (330) 490-4000

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 5.07 Submission of Matters to a Vote of Security Holders.**

On April 29, 2010, Diebold, Incorporated (the Company) held its 2010 annual meeting of shareholders. At that meeting, the Company's shareholders (a) elected each of the Board's ten (10) nominees for director to serve one-year terms or until the election and qualification of a successor; (b) ratified the appointment of KPMG LLP as the Company's independent auditors for the year 2010; and (c) re-approved the Company's Annual Cash Bonus Plan. These proposals are described in more detail in the Company's definitive proxy statement dated March 16, 2010. Set forth below are the final voting results for each proposal:

**Proposal No. 1: Election of ten (10) directors**

|                     | <b>For</b> | <b>Withhold</b> | <b>Broker<br/>Non-Votes</b> |
|---------------------|------------|-----------------|-----------------------------|
| Bruce L. Byrnes     | 53,974,490 | 1,035,547       | 5,489,664                   |
| Mei-Wei Cheng       | 51,111,787 | 3,898,250       | 5,489,664                   |
| Phillip R. Cox      | 53,327,195 | 1,682,842       | 5,489,664                   |
| Richard L. Crandall | 28,593,003 | 26,417,034      | 5,489,664                   |
| Gale S. Fitzgerald  | 53,516,104 | 1,493,933       | 5,489,664                   |
| Phillip B. Lassiter | 34,608,634 | 20,401,403      | 5,489,664                   |
| John N. Lauer       | 53,441,840 | 1,568,197       | 5,489,664                   |
| Thomas W. Swidarski | 53,427,669 | 1,582,368       | 5,489,664                   |
| Henry D. G. Wallace | 28,606,028 | 26,404,009      | 5,489,664                   |
| Alan J. Weber       | 28,616,293 | 26,393,744      | 5,489,664                   |

**Proposal No. 2: Ratification of the appointment of KPMG LLP as the Company's independent auditors for the year 2010**

| <b>For</b> | <b>Against</b> | <b>Abstain</b> |
|------------|----------------|----------------|
| 58,835,745 | 1,541,308      | 122,648        |

**Proposal No. 3: Re-approval of the Company's Annual Cash Bonus Plan**

| <b>For</b> | <b>Against</b> | <b>Abstain</b> |
|------------|----------------|----------------|
| 57,429,005 | 2,729,504      | 341,192        |

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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 thereunto duly authorized.

DIEBOLD, INCORPORATED

Date: May 5, 2010

By: /s/Chad F. Hesse  
Chad F. Hesse  
Senior Corporate Counsel and Corporate  
Secretary