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

## **SCHEDULE 13D**

(Rule 13d-101)

# INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO § 240.13d-2(a)

(Amendment No. 11)1

#### Office Depot, Inc. (Name of Issuer)

<u>Common Stock, par value \$0.01 per share</u> (Title of Class of Securities)

> <u>676220106</u> (CUSIP Number)

JEFFREY C. SMITH STARBOARD VALUE LP 830 Third Avenue, 3rd Floor New York, New York 10022 (212) 845-7977

STEVE WOLOSKY, ESQ. OLSHAN FROME WOLOSKY LLP Park Avenue Tower 65 East 55th Street New York, New York 10022 (212).451-2300 (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

December 3, 2013 (Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of \$ 240.13d-1(e), 240.13d-1(g), check the following box  $\Box$ .

*Note:* Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. *See* § 240.13d-7 for other parties to whom copies are to be sent.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see* the *Notes*).

 $<sup>^{1}</sup>$  The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

·				
1	NAME OF REPORT	ING PERSON		
		LUE AND OPPORTUNITY MASTER FUND LTD		
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) o		
	CEC LICE ONLY		(b) o	
3	SEC USE ONLY			
4	SOURCE OF FUND	s		
4	SOURCE OF FORD	5		
	WC			
5	CHECK BOX IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM		
	2(d) OR 2(e)			
			-	
6	CITIZENSHIP OR P	LACE OF ORGANIZATION		
	CAYMAN ISLAN			
NUMBER OF	7	SOLE VOTING POWER		
SHARES	7	Sole vonitorowek		
BENEFICIALLY		12,711,135		
OWNED BY EACH	8	SHARED VOTING POWER		
REPORTING				
PERSON WITH		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		10 711 100		
	10	12,711,135 SHARED DISPOSITIVE POWER		
	10	SHARED DISFOSITIVE FOWER		
		- 0 -		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	12,711,135			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
13	FERCENT OF CLAS	55  KERESENTED DI AWOUNT IN KOW (11)		
	2.4%			
14	TYPE OF REPORTI	NG PERSON		
	CO			

r					
1	NAME OF REPORT	ING PERSON			
	STARBOARD VA	LUE AND OPPORTUNITY S LLC			
2	CHECK THE APPR	OPRIATE BOX IF A MEMBER OF A GROUP	(a) o		
	(b) o				
3	SEC USE ONLY	SEC USE ONLY			
4	SOURCE OF FUND	S			
	WC				
5	CHECK BOX IF DIS	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM			
	2(d) OR 2(e)				
6	CITIZENSHIP OR P	LACE OF ORGANIZATION			
	DELAWARE				
NUMBER OF	7	SOLE VOTING POWER			
SHARES					
BENEFICIALLY		2,829,381			
OWNED BY EACH	8	SHARED VOTING POWER			
REPORTING					
PERSON WITH		- 0 -			
	9	SOLE DISPOSITIVE POWER			
		2,829,381			
	10	SHARED DISPOSITIVE POWER			
		- 0 -			
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	2,829,381				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0				
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)			
	_				
	Less than 1%				
14	TYPE OF REPORTI	NG PERSON			
	00				

1	NAME OF REPORT	ING PERSON	
	STARBOARD VA		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) o		
			(b) o
3	SEC USE ONLY		
4	SOURCE OF FUND	S	
	00		
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM	
	2(d) OR 2(e)		
6	CITIZENSHIP OR P	LACE OF ORGANIZATION	
Ű			
	DELAWARE		
NUMBER OF	7	SOLE VOTING POWER	
SHARES			
BENEFICIALLY		42,100,000	
OWNED BY EACH	8	SHARED VOTING POWER	
REPORTING			
PERSON WITH		- 0 -	
	9	SOLE DISPOSITIVE POWER	
		42,100,000	
	10	SHARED DISPOSITIVE POWER	
		0	
11	ACCRECATE AMO	- 0 - UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	AUGINEGALE AMIO	ONI DENERGIALET OWNED DI EACH REFORTING FERSON	
	42,100,000		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0		
			-
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	7.9%		
14	TYPE OF REPORTI	NG PERSON	
	PN		

1	NAME OF REPORT	ING PERSON		
		STARBOARD VALUE GP LLC		
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) o		
			(b) o	
3	SEC USE ONLY			
4	SOURCE OF FUND	S		
	00			
	00			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM		
	2(d) OR 2(e)			
6		LACE OF ORGANIZATION		
o	CITIZENSHIP OK P	LAGE OF ONGAINIZATION		
	DELAWARE			
NUMBER OF	7	SOLE VOTING POWER		
SHARES	/			
BENEFICIALLY		42,100,000		
OWNED BY EACH	8	SHARED VOTING POWER		
REPORTING	-			
PERSON WITH		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		42,100,000		
	10	SHARED DISPOSITIVE POWER		
		- 0 -		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	42 100 000			
10				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
15	TERCENT OF CLAS			
	7.9%			
14	TYPE OF REPORTI	NG PERSON		
	00			
L				

·					
1	NAME OF REPORT	ING PERSON			
	STARBOARD PR				
2	CHECK THE APPR	OPRIATE BOX IF A MEMBER OF A GROUP	(a) o		
		(b) o			
3	SEC USE ONLY	SEC USE ONLY			
4	SOURCE OF FUND	S			
	00				
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM			
	2(d) OR 2(e)				
6	CITIZENSHIP OR P	LACE OF ORGANIZATION			
	DELAWARE				
NUMBER OF	7	SOLE VOTING POWER			
SHARES					
BENEFICIALLY		42,100,000			
OWNED BY EACH	8	SHARED VOTING POWER			
REPORTING PERSON WITH					
PERSON WITH	0	- 0 -			
	9	SOLE DISPOSITIVE POWER			
		42,100,000			
	10	42,100,000 SHARED DISPOSITIVE POWER			
	10	SHARED DISPUSITIVE PUWER			
		- 0 -			
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	MOOREGALE AMO	ON DEAL IGHTEL OWNED DI LIGHTEL ON HAGTERSON			
	42,100,000				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0				
12			U U U U U U U U U U U U U U U U U U U		
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)	-		
10					
	7.9%				
14	TYPE OF REPORTI	NG PERSON			
	PN				
L					

In					
1	NAME OF REPORT	ING PERSON			
		INCIPAL CO GP LLC			
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) o			
	(b) o				
3	SEC USE ONLY	SEC USE ONLY			
4	SOURCE OF FUND	S			
	00				
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM			
	2(d) OR 2(e)				
6	CITIZENSHIP OR P	LACE OF ORGANIZATION			
	DELAWARE				
NUMBER OF	7	SOLE VOTING POWER			
SHARES		10 100 000			
BENEFICIALLY	2	42,100,000			
OWNED BY EACH REPORTING	8	SHARED VOTING POWER			
PERSON WITH		- 0 -			
PERSON WITH	9	SOLE DISPOSITIVE POWER			
	9	SOLE DISPOSITIVE POWER			
		42,100,000			
	10	SHARED DISPOSITIVE POWER			
	10				
		- 0 -			
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	42,100,000				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0				
		· /			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	7.9%				
14	TYPE OF REPORTI	NG PERSON			
	00				

1	NAME OF REPORT	ING PERSON		
	JEFFREY C. SMI			
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) o		
			(b) o	
3	SEC USE ONLY			
4	SOURCE OF FUND	S		
	00			
	00			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM		
	2(d) OR 2(e)			
6	CITIZENSHID OF D	LACE OF ORGANIZATION		
0	CITIZEI(SIIII OKT			
	USA			
NUMBER OF	7	SOLE VOTING POWER		
SHARES				
BENEFICIALLY		21,084		
OWNED BY EACH	8	SHARED VOTING POWER		
REPORTING				
PERSON WITH		42,100,000		
	9	SOLE DISPOSITIVE POWER		
		21,084		
	10	SHARED DISPOSITIVE POWER		
		10,100,000		
11	ACCDECATE ANA	42,100,000 UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
11	AGGREGALE AMU	UNI DENEFICIALLI UWNED DI EACH KEPUKIING PEKSUN		
	42,121,084			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0			
14	CHECK DOA IF THE AGGREGALE AMOUNT IN KOW (11) EACLUDES CERTAIN SHARES 0			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	7.9%			
14	TYPE OF REPORTI	NG PERSON		
	IN			

1	NAME OF REPORT	'ING PERSON		
	MARK R. MITCH			
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) o		
			(b) o	
3	SEC USE ONLY			
4	SOURCE OF FUND	S		
	00			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM		
	2(d) OR 2(e)			
6		LACE OF ORGANIZATION		
O	CITIZENSHIP OK P	LACE OF ORGANIZATION		
	USA			
NUMBER OF	7	SOLE VOTING POWER		
SHARES	,			
BENEFICIALLY		- 0 -		
OWNED BY EACH	8	SHARED VOTING POWER		
REPORTING	-			
PERSON WITH		42,100,000		
	9	SOLE DISPOSITIVE POWER		
		- 0 -		
	10	SHARED DISPOSITIVE POWER		
		42,100,000		
11	AGGREGATE AMC	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	12 100 000			
10	42,100,000			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
13	PERCENT OF CLAS	55 KERKESENTED BY AMOUNT IN KOW (11)		
	7.9%			
14	7.9% TYPE OF REPORTING PERSON			
14				
	IN			
L				

1	NAME OF REPORT	ING PERSON		
	PETER A. FELD			
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) o		
			(b) o	
3	SEC USE ONLY			
4	SOURCE OF FUND	S		
	00			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM		
	2(d) OR 2(e)			
6		LACE OF ORGANIZATION		
Ö	CITIZENSHIP OR P	LAGE OF ORGANIZATION		
	USA			
NUMBER OF	7	SOLE VOTING POWER		
SHARES	/	SOLE VOTING FOWER		
BENEFICIALLY		- 0 -		
OWNED BY EACH	8	SHARED VOTING POWER		
REPORTING	0			
PERSON WITH		42,100,000		
	9	SOLE DISPOSITIVE POWER		
		- 0 -		
	10	SHARED DISPOSITIVE POWER		
		42,100,000		
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	42,100,000			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0			
12				
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)		
	7.9%			
14	7.9% TYPE OF REPORTI	NC DEDSON		
14	I I PE OF REPORT	ING FEROUN		
	IN			
ļ	11 1			

I				
1	NAME OF REPORT	'ING PERSON		
	T-S CAPITAL PAI			
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) o		
			(b) o	
3	SEC USE ONLY			
4	SOURCE OF FUND	S		
	W/C			
	WC			
5		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM		
	2(d) OR 2(e)			
6		LACE OF ORGANIZATION	_	
U	CITIZENSIIIF OK P	LAGE OF ONOAMLAHON		
	CALIFORNIA			
NUMBER OF	7	SOLE VOTING POWER		
SHARES				
BENEFICIALLY		100,000		
OWNED BY EACH	8	SHARED VOTING POWER		
REPORTING				
PERSON WITH		- 0 -		
	9	SOLE DISPOSITIVE POWER		
		100,000		
	10	SHARED DISPOSITIVE POWER		
11	ACCRECATE ANG	- 0 -		
11	AGGKEGALE AMU	OUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	100,000			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0			
12	CHECK DUA II' I II	E AGOREGATE ANOTAT IN NOW (II) EACLODES CENTAIN SHARES	U	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
10				
	Less than 1%			
14	TYPE OF REPORTI	NG PERSON		
	00			

1	NAME OF REPORT	ING PERSON			
	DAVID SIEGEL				
2	CHECK THE APPR	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) o			
		(b) o			
3	SEC USE ONLY				
4	SOURCE OF FUND	2			
4	SOURCE OF FUND	5			
	OO, PF				
5	,	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM			
	2(d) OR 2(e)	,			
6	CITIZENSHIP OR P	LACE OF ORGANIZATION			
	USA				
NUMBER OF SHARES	7	SOLE VOTING POWER			
BENEFICIALLY		1,250			
OWNED BY EACH	8	SHARED VOTING POWER			
REPORTING	0				
PERSON WITH		100,000			
	9	SOLE DISPOSITIVE POWER			
		1,250			
	10	SHARED DISPOSITIVE POWER			
		100,000			
11	AGGREGATE AMO	UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
		CALL DEVELOPMENT OWNED DI ENGLINEI OKTING LENGON			
	101,250				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0				
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW (11)			
	- 1 <i>ini</i>				
14	Less than 1%				
14	TYPE OF REPORTI	NG PERSON			
	IN				
L	11.1				

NAME OF REPORT	ING PERSON		
CHECK THE APPR			
CEC LICE ONLY		(b) o	
SEC USE ONLY			
SOURCE OF FUND	s		
SOURCE OF FORD			
00			
CHECK BOX IF DIS	SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM		
2(d) OR 2(e)			
CITIZENSHIP OR P	LACE OF ORGANIZATION		
	SOLE VOTING DOWER		
/	SOLE VOTING FOWER		
	- 0 -		
8	SHARED VOTING POWER		
	100,000		
9	SOLE DISPOSITIVE POWER		
10			
10	SHARED DISPOSITIVE POWER		
	100,000		
AGGREGATE AMO			
100,000			
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 0			
PERCENT OF CLAS	55 KEPKESENTED BY AMOUNT IN KOW (11)		
Less than 1%			
	NG PERSON		
IN			
	ROBERT TELLES CHECK THE APPRO SEC USE ONLY SOURCE OF FUND OO CHECK BOX IF DIS 2(d) OR 2(e) CITIZENSHIP OR P USA 7 USA 7 USA 7 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	SOURCE OF FUNDS OO CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION USA 7 SOLE VOTING POWER -0- 8 SHARED VOTING POWER -0- 8 SHARED VOTING POWER -00 9 SOLE DISPOSITIVE POWER -00 100,000 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 100,000 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) Less than 1% TYPE OF REPORTING PERSON	

The following constitutes Amendment No. 11 to the Schedule 13D filed by the undersigned (the "Amendment No. 11"). This Amendment No. 11 amends the Schedule 13D as specifically set forth herein.

## Item 4. <u>Purpose of Transaction.</u>

Item 4 is hereby amended to add the following:

As previously disclosed in Amendment No. 10 to the Schedule 13D, Starboard Value LP and certain of its affiliates ("Starboard") entered into a Sales Trading Plan Agreement (the "Sales Trading Plan Agreement") with J.P. Morgan Securities LLC on November 18, 2013. If fully executed, the Sales Trading Plan Agreement would only represent approximately one-quarter of Starboard's aggregate position in the Issuer, and is tiered based upon certain volume and pricing thresholds such that all of the shares subject to the Sales Trading Plan Agreement would only be sold if the stock initially trades at levels significantly above the current share price. Since the filing of Amendment No. 10 to the Schedule 13D, the Issuer's shares have traded at levels even more significantly below the lowest price threshold at which transactions can currently be effected under the Sales Trading Plan Agreement. Given the recent pricing levels of the Issuer's shares, certain Reporting Persons may undertake to purchase shares of the Issuer in the open market based upon market conditions and other factors that such Reporting Persons deem relevant. Starboard reserves the right to modify the Sales Trading Plan Agreement in accordance with its terms as Starboard deems necessary to the extent any Reporting Person purchases shares of the Issuer in the open market.

## SIGNATURES

After reasonable inquiry and to the best of his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: December 3, 2013

STARBOARD VALUE AND OPPORTUNITY MASTER FUND LTD By: Starboard Value LP, its investment manager

STARBOARD VALUE AND OPPORTUNITY S LLC By: Starboard Value LP, its manager

# STARBOARD VALUE LP By: Starboard Value GP LLC,

its general partner

STARBOARD VALUE GP LLC By: Starboard Principal Co LP, its member

STARBOARD PRINCIPAL CO LP By: Starboard Principal Co GP LLC, its general partner

STARBOARD PRINCIPAL CO GP LLC

By: /s/ Jeffrey C. Smith

Name: Jeffrey C. Smith Title: Authorized Signatory

/s/ Jeffrey C. Smith JEFFREY C. SMITH Individually and as attorney-in-fact for Mark R. Mitchell, Peter A. Feld, T-S Capital Partners, LLC, David Siegel and Robert Telles