

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person * <u>Schmidt Steven Mark</u> (Last) (First) (Middle) 6600 NORTH MILITARY TRAIL LEGAL DEPARTMENT (Street) BOCA RATON FL 33496 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>OFFICE DEPOT INC [ODP]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President, International</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/01/2015</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/01/2015		M ⁽¹⁾		50,000	A	\$7.71	808,178	D	
Common Stock	06/01/2015		M ⁽¹⁾		35,000	A	\$5.34	843,178	D	
Common Stock	06/01/2015		S ⁽¹⁾		35,000	D	\$9.26	808,178	D	
Common Stock	06/01/2015		S ⁽¹⁾		50,000	D	\$9.29	758,178	D	
Common Stock	06/01/2015		S ⁽²⁾		125,000	D	\$9.29 ⁽³⁾	633,178	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (Right to Buy)	\$7.71	06/01/2015		M ⁽¹⁾			50,000	03/08/2011	03/08/2017	Common Stock	50,000	\$7.71	150,000	D	
Option (Right to Buy)	\$5.34	06/01/2015		M ⁽¹⁾			35,000	05/03/2012	05/03/2018	Common Stock	35,000	\$5.34	105,000	D	

Explanation of Responses:

- Exercise and sale effected pursuant to instructions from a 10b5-1 Plan entered into on 3/10/2015 between the Reporting Person and his financial advisor.
- Sale effected pursuant to instructions from a 10b5-1 Plan entered into on 3/10/2015 between the Reporting Person and his financial advisor.
- The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$9.220 to \$9.352, inclusive. The Reporting Person undertakes to provide to Office Depot, Inc., any security holder of Office Depot, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

Darlene Quashie Henry,
Attorney-in-Fact

06/03/2015

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.