1. Name and Address of Reporting Person

Allen Quincy L

Legal Department

6600 North Military Trail

Boca Raton, FL 33496

2. Issuer Name and Ticker or Trading Symbol

Office Depot Inc [ ODP ]

3. Date of Earliest Transaction (Month/Day/Year)

05/12/2020

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

X Director

Officer (give title below)

Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by one Reporting Person

Form filed by more than one Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Securities Act of 1933 Exempt Security (Instr. 3 and 4)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>05/12/2020</td>
<td></td>
<td>A</td>
<td>A(1)</td>
<td></td>
<td>2,723</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Unit</td>
<td>$0.0000(2)</td>
<td>05/12/2020</td>
<td></td>
<td>A</td>
<td>(3)</td>
<td>(4)</td>
<td>Common Stock 81,687</td>
<td>$0.0000</td>
<td>81,687</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

1. Pro-rated portion of an annual equity grant awarded to the Reporting Person earned for service as a member of the Issuer’s Board of Directors for prior year service from February 6, 2020 through February 20, 2020.
2. Each restricted stock unit represents a contingent right to receive one share of common stock.
3. Annual equity grant awarded to the Reporting Person earned for service as a member of the Issuer’s Board of Directors for prior year service from February 21, 2020 through May 10, 2020 and for the 2020-2021 service year.
4. The restricted stock unit fully vests on the Grant Date. Vested shares will be distributed to the Reporting Person in three equal annual installments. The first annual installment will be distributed on the first anniversary of the date of separation of the Reporting Person’s service on the Issuer’s Board of Directors. The remaining annual installments will be distributed on each of the second and third anniversaries of the date of separation of the Reporting Person’s service on the Issuer’s Board of Directors.

/s/ Lorna R. Simms, Attorney-in-Fact

05/14/2020

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).


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.