1. Name and Address of Reporting Person*  
VASSALLUZZO JOSEPH  
( 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  
OFFICE DEPOT INC [ ODP ]

5. Relationship of Reporting Person(s) to Issuer  
X Director  
10% Owner  
X Officer (give title below)  
Chairman of the Board

3. Date of Earliest Transaction (Month/Day/Year)  
05/12/2020

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

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

<table>
<thead>
<tr>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>A</td>
<td>67,165</td>
<td>$0.0000</td>
</tr>
<tr>
<td>D</td>
<td>298,020</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>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. 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>Restricted Stock Unit $3.0000(1)</td>
<td>05/12/2020</td>
<td>A(2)</td>
<td>67,165</td>
<td>(1)</td>
<td>(1)</td>
<td>Common Stock 67,165</td>
<td>$0.0000</td>
<td>298,020</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
1. Each restricted stock unit represents a contingent right to receive one share of common stock.
2. Annual equity grant to the Reporting Person for compensation for service as a member of the Board of Directors of the Issuer.
3. The restricted stock unit fully vests on the Grant Date. Vested shares will be distributed to the Reporting Person immediately following his/her termination or expiration of term of service on the Issuer's Board of Directors.

/s/ N. David Bleisch, 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.