## Edgar Filing: OFFICE DEPOT INC - Form 4

OFFICE DEPOT INC Form 4 July 12, 2013							
FORM 4		OMB APPROVAL					
UN	OMB Number:	3235-0287					
Washington, D.C. 20549Number:3233-0287Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 							
(Print or Type Responses)							
1. Name and Address of Re BC European Capital		Symbol	nd Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First)	(Middle)		OFFICE DEPOT INC [ODP] (Check all a 3. Date of Earliest Transaction				
HERITAGE HALL, L MARCHANT STREE	Æ	3. Date of Earnest (Month/Day/Year) 07/11/2013	title 10% Owner Other (specify below) o owning mre thn 10%				
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) ST. PETER PORT, Y7 GY1 4HY			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
				Person			
(City) (State)	(Zip)	Table I - Non	-Derivative Securities	Acquired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transaction (Month/Day)	on Date 2A. Deem /Year) Execution any (Month/D	Date, if Transact Code	4. Securities ionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A)	SecuritiesFBeneficially(Owned(	5. Ownership Form: Direct D) or Indirect I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

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

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(Instr. 3 and 4)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

or

Code V Amount (D) Price

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of S
Series A Preferred Stock	\$ 5 <u>(1)</u>	07/11/2013	07/11/2013	J <u>(2)</u>	21	06/23/2009	(3)	Common Stock	4,881.28
Series A Preferred Stock	\$ 5 <u>(1)</u>	07/11/2013	07/11/2013	J <u>(2)</u>	137,298	06/23/2009	<u>(3)</u>	Common Stock	31,913,82 (1)
Series B Preferred Stock	\$ 5 <u>(1)</u>	07/11/2013	07/11/2013	J <u>(2)</u>	6	10/14/2009	<u>(3)</u>	Common Stock	1,394.6:
Series B Preferred Stock	\$ 5 <u>(1)</u>	07/11/2013	07/11/2013	J <u>(2)</u>	37,702	10/14/2009	<u>(3)</u>	Common Stock	8,763,52 (1)

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
BC European Capital VIII-27 HERITAGE HALL, LE MARCHANT STREE ST. PETER PORT, Y7 GY1 4HY	Т			Mbr 13d grp owning mre thn 10%		
Signatures						
/s/ See signatures attached as Exhibit 99.1	07/12/2013					
**Signature of Reporting Person Date						
Explanation of Responses:						
* If the form is filed by more than one reporting person, <i>see</i> 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).

Each share of Preferred Stock is convertible into that amount of shares of Common Stock equal to (i) the quotient of (x) the outstanding liquidation preference of such share of Preferred Stock plus all accrued and unpaid dividends not previously added to the

- (1) liquidation preference of such share of Preferred Stock and (y) 1000 multiplied by (ii) 200. As of the Redemption Date, each share of Preferred Stock was convertible into 232.442 shares of Common Stock, which represents a conversion price of \$5.00. The conversion rate is subject to change.
- (2) The Issuer redeemed the shares of Preferred Stock set forth in column 5 on the Redemption Date.
- (3) Not applicable.
- (4) Each share of Preferred Stock was redeemed for \$1,235.17.
- (5) Each of the Reporting Persons may be deemed to have shared voting and investment power with respect to the Common Stock issuable upon the conversion of the Series A Preferred Stock or Series B Preferred Stock owned by each of the Investors. As such, based upon the conversion rate as of the Redemption Date, each of the Reporting Persons may be deemed to have shared beneficial ownership of 40,677,350 shares of the Issuer's Common Stock issuable upon the conversion of 137,298 shares of the Series A Preferred Stock and

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37,702 shares of the Series B Preferred Stock held by the Investors. Each Reporting Person, however, disclaims beneficial ownership with respect to the shares owned of record by each of the Investors.

## **Remarks:**

This Form 4 report is being filed in conjunction with 39 other Form 4 reports. These Form 4 reports are being filed by (i) BC I

As used in this Form 4, (i) "Issuer" shall mean Office Depot, Inc., (ii) "Series A Preferred Stock" shall mean the Issuer's 10% S

### Exhibit Index

### 99.1 Signature Page

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.