

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

1. Name and Address of Reporting Person* <b>BC European Capital VIII-39 SC</b>			2. Issuer Name and Ticker or Trading Symbol <b>OFFICE DEPOT INC [ ODP ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) <b>X</b> Other (specify below) _____ <b>Mbr 13d grp owning mre thn 10%</b>		
(Last) <b>58-60 AVENUE KLEBER</b>	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>11/05/2013</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <b>X</b> Form filed by One Reporting Person Form filed by More than One Reporting Person _____		
(Street) <b>PARIS</b>	<b>10</b>	<b>75116</b>	4. If Amendment, Date of Original Filed (Month/Day/Year)					
(City)	(State)	(Zip)						

**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			

**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				
Series A Preferred Stock	\$5 <sup>(1)</sup>	11/05/2013	11/05/2013	j <sup>(2)</sup>			2.5	06/23/2009	(3)	Common Stock	581.1 <sup>(1)</sup>	\$1,243.77 <sup>(2)</sup>	0.00	D	
Series A Preferred Stock	\$5 <sup>(1)</sup>	11/05/2013	11/05/2013	j <sup>(2)</sup>			137,298	06/23/2009	(3)	Common Stock	31,913,757.42 <sup>(1)</sup>	\$1,243.77 <sup>(2)</sup>	0.00	I	See Footnote <sup>(4)</sup>
Series B Preferred Stock	\$5 <sup>(1)</sup>	11/05/2013	11/05/2013	j <sup>(2)</sup>			0.5	10/14/2009	(3)	Common Stock	116.22 <sup>(1)</sup>	\$1,243.77 <sup>(2)</sup>	0.00	D	
Series B Preferred Stock	\$5 <sup>(1)</sup>	11/05/2013	11/05/2013	j <sup>(2)</sup>			37,702	10/14/2009	(3)	Common Stock	8,763,510.63 <sup>(1)</sup>	\$1,243.77 <sup>(2)</sup>	0.00	I	See Footnote <sup>(4)</sup>

**Explanation of Responses:**

- Each share of Preferred Stock was 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 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 Issuer redeemed the shares of Preferred Stock set forth in column 5 on the Redemption Date. Each share of Preferred Stock was redeemed for \$1,243.77.
- Not Applicable.
- Each of the Reporting Persons may have been 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. 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 European Capital VIII-1 to 12 (inclusive), each a United Kingdom limited partnership ("Funds 1-12"); (ii) BC European Capital VIII-14 to 34 (inclusive), each a United Kingdom limited partnership ("Funds 14-34"); (iii) BC European Capital VIII-37, a United Kingdom limited partnership ("Fund 37") and together with Funds 1-12 and Funds 14-34 the "CIE Investors"; (iv) BC European Capital VIII-35 SC, BC European Capital VIII-36 SC, BC European Capital VIII-38 SC and BC European Capital VIII-39 SC, each a Societe Civiles organized under the laws of France (the "LMBO Investors" and together with the CIE Investors, the "Investors"); (v) LMBO Europe SAS, a societe par actions simplifiee organized under the laws of France ("LMBO"); and (vi) CIE Management II Limited, a limited corporation organized under the laws of Guernsey, Channel Islands ("CIE" and together with the Investors and LMBO, the "Reporting Persons"). The Reporting Persons may be deemed to be a "group" (within the meaning of Section 13(d)(3) of the Securities Exchange Act). As used in this Form 4, (i) "Issuer" shall mean Office Depot, Inc., (ii) "Series A Preferred Stock" shall mean the Issuer's 10% Series A Redeemable Convertible Participating Perpetual Preferred Stock, (iii) "Series B Preferred Stock" shall mean the Issuer's 10% Series B Redeemable Conditional Convertible Participating Perpetual Preferred Stock, (iv) "Preferred Stock" shall mean, collectively, the Series A Preferred Stock and the Series B Preferred Stock, (v) "Redemption Date" shall mean November 5, 2013 and (vi) "Common Stock" shall mean the Issuer's common stock, par value \$.01. Exhibit Index 99.1 Signature Page

/s/ See signatures attached as Exhibit 99.1

11/05/2013

\*\* 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.

This statement on Form 4 is filed by BC European Capital VIII-39 SC.

Date of Event Requiring Statement: November 5, 2013

Issuer Name and Ticker or Trading Symbol: Office Depot, Inc. (ODP)

**For and on behalf of the Limited Partnership BC European Capital VIII-39 SC:**

**/S/ MATTHEW ELSTON**

---

Name: Matthew Elston  
Director, LMBO Europe SAS  
As Gérant to BC European Capital VIII-39 SC

**/S/ MIKE TWINNING**

---

Name: Mike Twinning  
Director, LMBO Europe SAS  
As Gérant to BC European Capital VIII-39 SC

[Signature Page to Form 4]

---