

OFFICE DEPOT INC  
Form 8-K  
October 30, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**  
**Date of Report (Date of earliest event reported): October 27, 2015**  
**Commission file number 1-10948**

**OFFICE DEPOT, INC.**  
**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction of**

**59-2663954**  
**(I.R.S. Employer**

| <b>incorporation or organization)</b>            | <b>Identification No.)</b> |
|--|----------------------------|
| <b>6600 North Military Trail, Boca Raton, FL</b> | <b>33496</b>               |
| <b>(Address of principal executive offices)</b>  | <b>(Zip Code)</b>          |
| <b>(561) 438-4800</b>                            |                            |

**(Registrant's telephone number, including area code)**

**Former name or former address, if changed since last report: N/A**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.03. Amendment to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On October 27, 2015, and effective as of that date, the Board of Directors (the Board ) of Office Depot, Inc. (the Company ) amended the Company s Amended and Restated Bylaws (the Bylaws ) to the effect that, during the four-year transition period following the Company s merger with OfficeMax Incorporated, a new lead outside director would be selected only if, and after, the Agreement and Plan of Merger, dated as of February 4, 2015 (the Merger Agreement ), among the Company, Staples, Inc. ( Staples ) and Staples AMS, Inc. ( Merger Sub ) were terminated.

The preceding description of the amendment to the Bylaws is qualified in its entirety by reference to the Amendment to the Amended and Restated Bylaws of Office Depot, Inc., a copy of which is attached hereto as Exhibit 3.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits**

Exhibit 3.1 Amendment to the Amended and Restated Bylaws of Office Depot, Inc.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: October 30, 2015

OFFICE DEPOT, INC.

By: /s/ Elisa D. Garcia C.

Name: Elisa D. Garcia C.

Title: Executive Vice President, Chief  
Legal Officer and Corporate  
Secretary

**EXHIBIT INDEX**

Exhibit 3.1 Amendment to the Amended and Restated Bylaws of Office Depot, Inc.

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