

DIEBOLD NIXDORF, Inc
 Form 4
 February 10, 2017

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Chapman Christopher A.

(Last) (First) (Middle)

C/O DIEBOLD NIXDORF,
 INCORPORATED, 5995 MAYFAIR
 ROAD

(Street)

NORTH CANTON, OH 44720

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

DIEBOLD NIXDORF, Inc [DBD]

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

02/08/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 SVP, Chief Financial Officer

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

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock					299	I	401(k) ⁽¹⁾
Common Shares	02/08/2017		A		18,775 ⁽²⁾	A	\$ 26.6 47,996 ⁽³⁾

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

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SEC 1474 (9-02)

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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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Am or Num of S
Non-Qualified Stock Option <u>(4)</u>	\$ 47.27					02/14/2008 02/13/2017	Common Stock	1,
Non-Qualified Stock Option <u>(4)</u>	\$ 24.79					02/11/2010 02/10/2019	Common Stock	1,
Non-Qualified Stock Option <u>(4)</u>	\$ 27.88					02/11/2011 02/10/2020	Common Stock	2,
Non-Qualified Stock Option <u>(4)</u>	\$ 32.67					02/10/2012 02/09/2021	Common Stock	7,
Non-Qualified Stock Option <u>(4)</u>	\$ 34.89					02/08/2013 02/07/2022	Common Stock	9,
Non-Qualified Stock Option <u>(5)</u>	\$ 29.87					02/06/2014 02/05/2023	Common Stock	7,
Non-Qualified Stock Option <u>(5)</u>	\$ 34.13					02/12/2015 02/11/2024	Common Stock	10
Non-Qualified Stock Option <u>(5)</u>	\$ 32.33					02/05/2016 02/04/2025	Common Shares	37
Non-Qualified Stock Option <u>(5)</u>	\$ 27.39					02/03/2017 02/02/2026	Common Shares	55
Non-Qualified Stock Options <u>(5)</u>	\$ 26.6	02/08/2017		A	75,658	02/08/2018 02/07/2027	Common Shares	75

