

DIEBOLD NIXDORF, Inc
 Form 4
 February 16, 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)

02/14/2017

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	02/14/2017		A	2,068 ⁽²⁾ A \$ 29.25	48,466 ⁽³⁾	D	
Common Shares	02/14/2017		F	982 ⁽²⁾ D \$ 29.25	47,484	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

displays a currently valid OMB control number.

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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option <u>(4)</u>	\$ 24.79					02/11/2010	02/10/2019	Common Stock	1,250
Non-Qualified Stock Option <u>(4)</u>	\$ 27.88					02/11/2011	02/10/2020	Common Stock	2,500
Non-Qualified Stock Option <u>(4)</u>	\$ 32.67					02/10/2012	02/09/2021	Common Stock	7,000
Non-Qualified Stock Option <u>(4)</u>	\$ 34.89					02/08/2013	02/07/2022	Common Stock	9,500
Non-Qualified Stock Option <u>(5)</u>	\$ 29.87					02/06/2014	02/05/2023	Common Stock	7,540
Non-Qualified Stock Option <u>(5)</u>	\$ 34.13					02/12/2015	02/11/2024	Common Stock	10,166
Non-Qualified Stock Option <u>(5)</u>	\$ 32.33					02/05/2016	02/04/2025	Common Shares	37,445
Non-Qualified Stock Option <u>(5)</u>	\$ 27.39					02/03/2017	02/02/2026	Common Shares	55,866
Non-Qualified Stock Options <u>(5)</u>	\$ 26.6					02/08/2018	02/07/2027	Common Shares	75,658

