

KERR ALAN
Form 4
February 05, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check 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 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 *
KERR ALAN

2. Issuer Name and Ticker or Trading Symbol
DIEBOLD NIXDORF, Inc [DBD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O DIEBOLD NIXDORF,
INCORPORATED, 5995 MAYFAIR
ROAD

3. Date of Earliest Transaction
(Month/Day/Year)
02/01/2018

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

(Street)
NORTH CANTON, OH 44720

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

(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)
Common Shares	02/01/2018		A	(A) Code V Amount or (D) Price A 13,504 (1) \$ 18.75	36,717 (2)	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 displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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>(3)</u>	\$ 38.02					08/04/2015	08/03/2024	Common Stock	7,
Non-Qualified Stock Option <u>(3)</u>	\$ 32.33					02/05/2016	02/04/2025	Common Shares	22
Non-Qualified Stock Option <u>(3)</u>	\$ 27.39					02/03/2017	02/02/2026	Common Shares	23
Non-Qualified Stock Options <u>(3)</u>	\$ 26.6					02/08/2018	02/07/2027	Common Shares	44
Common Shares <u>(4)</u>	\$ 18.75	02/01/2018		A	34,081	02/01/2019	02/01/2028	Common Shares	34

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

KERR ALAN
C/O DIEBOLD NIXDORF, INCORPORATED
5995 MAYFAIR ROAD
NORTH CANTON, OH 44720

SVP, Software

Signatures

Mary M. Swann, Attorney in fact for Alan Kerr

02/05/2018

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) Award of restricted stock units; each restricted stock unit represents a contingent right to receive one share of Diebold Nixdorf, Incorporated common stock.

(2) Number includes restricted stock units.

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- (3) Granted under the 1999 Equity and Performance Incentive Plan; option is generally exercisable in annual increments of 1/3, 1/3, 1/3 beginning one year from the date of grant.
- (4) Granted under the 2017 Equity and Performance Incentive Plan; option is generally exercisable in annual increments of 1/3, 1/3, 1/3 beginning one year from the date of grant.

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.