

Heyden Olaf Robert  
Form 4  
March 05, 2019

**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 \*  
Heyden Olaf Robert

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  
RD.

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/04/2019

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
SVP, Services

(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 Ownership (Instr. 4)			
				Code V	Amount	(A) or (D)	Price			
Common Shares	03/04/2019		P		1,000	A	\$ 8.89 <sup>(1)</sup>	1,000	I	By Spouse
Common Shares	03/04/2019		P		5,070	A	\$ 8.98 <sup>(2)</sup>	124,272 <sup>(3)</sup>	D	
Common Shares	03/04/2019		P		5,060	A	\$ 9.02 <sup>(4)</sup>	129,332 <sup>(3)</sup>	D	
Common	03/04/2019		P		9,870	A	\$	139,202 <sup>(3)</sup>	D	

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Shares 9.07  
(5)

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

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SEC 1474  
(9-02)

**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 Options <u>(6)</u>	\$ 26.6					02/08/2018      02/07/2027	Common Shares      49,650
Non-Qualified Stock Option <u>(7)</u>	\$ 18.75					02/01/2019      02/01/2028	Common Shares      30,278
Non-Qualified Stock Option <u>(7)</u>	\$ 4.08					01/29/2020      01/29/2029	Common Shares      47,407

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

Heyden Olaf Robert  
 C/O DIEBOLD NIXDORF, INCORPORATED  
 5995 MAYFAIR RD.  
 NORTH CANTON, OH 44720

SVP, Services

## Signatures

Jonathan B. Leiken, Attorney in fact for Olaf R  
Heyden

03/05/2019

\_\_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) Original purchase price was EUR 7.82. USD amount based on the currency exchange rate for purchase date.
- (2) Original purchase price was EUR 7.90. USD amount based on the currency exchange rate for purchase date.
- (3) Number includes restricted stock units.
- (4) Original purchase price was EUR 7.94. USD amount based on the currency exchange rate for purchase date.
- (5) Original purchase price was EUR 7.98. USD amount based on the currency exchange rate for purchase date.
- (6) Granted under the 1991 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.
- (7) 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.