

DIVIDEND CAPITAL DIVERSIFIED PROPERTY FUND INC.

Reported by
BLUMBERG JOHN A

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/17/17 for the Period Ending 04/13/17

Address	518 SEVENTEENTH STREET 17TH FLOOR DENVER, CO 80202
Telephone	(303)228-2200
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Industry	Investment Trusts
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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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Blumberg John A		Dividend Capital Diversified Property Fund Inc. [NONE]		<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)		<input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
518 17TH STREET STE. 1700		4/13/2017			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
DENVER, CO 80202				<input checked="" type="checkbox"/> Form filed by One Reporting Person	
(City) (State) (Zip)				<input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)		
			Code	V	Amount	(A) or (D)	Price					
Class I Common Stock	4/13/2017		S	(1)	208066	(1)	D	\$7.37	223280	(2)	I	By Dividend Capital Total Advisors LLC (3)
Class I Common Stock									36822		D	
Unclassified Common Stock (4)									20000		I	By Dividend Capital Total Advisors LLC (3)

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- Please see Exhibit 99.1 for additional information regarding the transaction.
- As of April 14, 2017, 100,605 of the shares reported in this box are Class I shares of common stock of the Company and 122,675 are shares related to restricted stock units.
- These reported securities are or were owned by the Advisor. The securities reported above may be attributed to the Reporting Person based upon the fact that the Reporting Person is one of several individuals and/or their affiliates that directly or indirectly controls the Advisor. The Reporting Person disclaims beneficial ownership of the reported securities held by the Advisor except to the extent of his pecuniary interest therein.
- Although these shares are unclassified, they are often referred to as "Class E" common stock.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Blumberg John A 518 17TH STREET STE. 1700 DENVER, CO 80202	X			

Signatures

/s/ M. Kirk Scott, Attorney in Fact

4/17/2017

—Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.

Footnote 1

On April 13, 2017, Dividend Capital Total Advisors LLC (the "Advisor") agreed that 208,066 restricted stock units ("Company RSUs") originally granted to the Advisor by Dividend Capital Diversified Property Fund Inc. (the "Company") would not vest. Each relinquished Company RSU would have, upon vesting, been settled in one share of the Company's Class I common stock. The Company RSUs were subject to specified vesting and settlement provisions and, upon settlement in Class I shares of Company common stock, would require an offset of advisory fees and expenses otherwise payable from the Company to the Advisor based on an average value of \$7.21 per share. Because the underlying shares will not vest and be delivered to the Advisor, no offset of advisory fees and expenses otherwise payable from the Company to the Advisor will occur with respect to these Company RSUs. However, in consideration of the Advisor's agreement to relinquish these Company RSUs, the Company agreed to reduce future offsets of advisory fees and expenses in connection with vesting and settlement of other Company RSUs by \$33,257, which amount reflects an increase in net asset value per Class I share since the grants of certain of the relinquished Company RSUs. Thus, on average the shares underlying the relinquished Company RSUs were valued at \$7.37 per share.