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

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report: April 29, 2008

Commission file number 1-10948

OFFICE DEPOT, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation or organization)

59-2663954

(I.R.S. Employer
Identification No.)

2200 Old Germantown Road, Delray Beach, Florida

(Address of principal executive offices)

33445

(Zip Code)

(561) 438-4800

(Registrant's telephone number, including area code)

Former name or former address, if changed since last report: N/A

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

Attached hereto as Exhibit 99.1.1 and incorporated by reference herein is Office Depot, Inc.'s news release dated April 29, 2008, announcing its financial results for its fiscal first quarter 2008. This release also contains forward-looking statements relating to Office Depot's fiscal year 2008.

This information is furnished pursuant to Item 2.02 of Form 8-K. The information in this report shall not be treated as filed for purposes of the Securities Exchange Act of 1934, as amended.

ITEM 7.01 REGULATION FD DISCLOSURE

The latest Investor Relations presentation that management of Office Depot, Inc. (the "Company") intends to cover in any meetings with shareholders during the quarter is attached to this Current Report on Form 8-K as Exhibit 99.1.2. The presentation provides an overview of the Company, perspective on the office supply market and the Company's operating results for the quarter ended April 29, 2008. In addition, the presentation provides information on strategy, action plans and outlook. The Company will also post the attached materials on its web site (www.OfficeDepot.com) located in the Investor Relations section of that site.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

Exhibit 99.1.1 News release of Office Depot, Inc. issued on April 29, 2008.

Exhibit 99.1.2 Presentation Materials for Investor Relations Conferences for Office Depot, Inc.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

OFFICE DEPOT, INC.

Date: April 29, 2008

By: /S/ ELISA D. GARCIA C.

Elisa D. Garcia C.
Executive Vice President, General Counsel and
Corporate Secretary

Office DEPOT.

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OFFICE DEPOT EARNINGS IMPROVE VERSUS PRIOR QUARTER

Delray Beach, Fla., April 29, 2008 — Office Depot, Inc. (NYSE: ODP), a leading global provider of office products and services, today announced improved first quarter results for the fiscal period ending March 29, 2008, versus the fourth quarter results for the fiscal period ending December 29, 2007.

FIRST QUARTER RESULTS ¹

Total Company sales for the first quarter decreased 3% to \$4.0 billion. Total Company operating expenses represented 26.8% of sales, an increase of 130 basis points over the first quarter of 2007. EBIT, adjusted for Charges, was \$124 million in the first quarter of 2008 or 3.1% as a percentage of sales, compared to \$246 million or 6.0% in the prior-year period.

Net earnings were \$69 million in the first quarter of 2008, compared to \$154 million in the same period of 2007. Earnings per share on a diluted basis were \$0.25 for the quarter, versus \$0.55 in the first quarter of 2007 and \$0.07 for the fourth quarter of 2007. On an adjusted basis, diluted earnings per share were \$0.29 for the first quarter, versus \$0.59 in the same period one year ago and \$0.10 for the fourth quarter of 2007.

FIRST QUARTER DIVISION RESULTS

North American Retail Division

First quarter sales in the North American Retail Division were down 7% to \$1.7 billion. Comparable store sales in the 1,169 stores in the U.S. and Canada that have been open for more than one year decreased 9% for the first quarter. Florida and California continue to weigh heavily on reported results, as small business customers in these two markets continue to be disproportionately impacted by difficult housing-related economic conditions. Combined, these two states represented approximately 26% of total store sales and about 35% of the total comparable sales decrease in the first quarter. Outside of Florida and California, deterioration has occurred over the last couple of quarters in other markets with housing-related issues. Other drivers negatively impacting comparable sales included competitive intrusion, cannibalization from the new store build out and a shift of the Easter holiday from the second quarter of 2007 to the first quarter of 2008.

¹ Includes non-GAAP information. First and fourth quarter results include impacts of previously announced programs ("Charges" or "Charges and Credits"). Additional information is provided in our Form 10-Q filing. Reconciliations from GAAP to non-GAAP financial measures can be found in this release, as well as on the corporate web site, www.officedepot.com, under the category Investor Relations.

Operating profit in the North American Retail Division was \$82 million for the first quarter, a decline from the record high \$152 million in the same period of the prior year, but \$59 million higher than the fourth quarter of 2007. Operating profit as a percentage of sales decreased 340 basis points to 4.8% versus 8.2% in the first quarter of 2007, but was 340 basis points higher than the fourth quarter of 2007. Operating margin was negatively impacted by lower product margins, inventory-related items, a de-leveraging of fixed property costs and an increase in operating expenses due to a higher rate of store openings versus the prior year. Partially offsetting this margin decline was increased private brand penetration and the impact of controlling payroll and advertising expenses.

Comparable average sales per square foot were \$233 in the first quarter 2008 and average order value remained relatively flat compared to the first quarter of 2007.

During the first quarter, Office Depot opened 45 new stores, most delayed from 2007, and relocated one store, bringing the total store count to 1,267. The Company remodeled one store in the first quarter of 2008. As of the end of the first quarter, approximately 55% of the chain or 690 stores were operating under the M2 format.

Inventory per store was \$864 thousand at the end of the first quarter of 2008, down approximately 9% from the prior year. This decrease is a result of inventory management and the mitigation of inventory risk through clearance activities.

North American Business Solutions Division

First quarter sales in the North American Business Solutions Division were \$1.1 billion, down 5% compared to the same period last year. Sales to small- to medium-sized customers were down 12%. This decrease overshadowed 3% sales growth among large, national account customers and 4% public sector sales growth in the first quarter of 2008. Sales were also negatively impacted by continued softness among customers in Florida and California, which accounted for about 30% of the Division's sales in the quarter and nearly two-thirds of the decline.

The North American Business Solutions Division operating profit was \$60 million for the first quarter of 2008 compared to \$72 million for the same period of the prior year, but \$59 million higher than the fourth quarter of 2007. Operating margin declined by 80 basis points to 5.4% versus 6.2% in the first quarter 2007, but was 530 basis points higher than the fourth quarter of 2007. Approximately 70 basis points of the decrease in operating margin reflects a combination of higher incentives, some cost increases that could not be fully passed along to customers and a shift in the sales mix to lower margin customers and products. Partially offsetting this margin decline was a reduction in selling costs and lower advertising expenses.

International Division

The International Division reported a sales increase of 6% in the first quarter of 2008 compared with the same period last year, while sales in local currency decreased by 4%. The local currency sales decline was driven by lower sales mostly in the U.K. and France. Customer service levels have shown steady improvement in the U.K., but the economic slowdown continues to impact operations in that country. The sales comparison to last year also was negatively impacted by the timing of Easter, reducing the number of selling days in 2008.

Division operating profit was \$60 million in the first quarter of 2008 compared to \$82 million in the same period of the prior year, and flat with the fourth quarter of 2007. Operating profit margin declined by 230 basis points to 5.3%, from 7.6% in the prior year, due primarily to the negative impact of the U.K. business, and was flat with the fourth quarter of 2007. While the U.K. business has stabilized, it accounted for much of the profit decline and operating margin compression in the first quarter.

Continued investment, including establishing regional offices in Asia and Latin America, centralization of certain support functions in Europe, and consolidation of warehouse facilities to better support the multi-channel business portfolio in Europe, accounted for the remainder of the margin decline.

Other Matters

Subsequent to first quarter end, the Company acquired the remaining ownership interest in its operations in China and Israel, and acquired a business in India through a newly-formed joint venture.

Non-GAAP Reconciliation

A reconciliation of GAAP results to non-GAAP results excluding certain items is presented in this release and also may be accessed on the corporate website, www.officedepot.com, under the category Company Info.

Conference Call Information

Office Depot will hold a conference call for investors and analysts at 9 a.m. (Eastern Daylight Time) today. The conference call will be available to all investors via Web cast at <http://investor.officedepot.com>. Interested parties may contact Investor Relations at 561-438-7893 for further information.

About Office Depot

Every day, Office Depot is Taking Care of Business for millions of customers around the globe. For the local corner store as well as Fortune 500 companies, Office Depot provides products and services to its customers through 1,670 worldwide retail stores, a dedicated sales force, top-rated catalogs and a \$4.9 billion e-commerce operation. Office Depot has annual sales of approximately \$15.5 billion, and employs about 49,000 associates around the world. The Company provides more office products and services to more customers in more countries than any other company, and currently sells to customers directly or through affiliates in 43 countries.

Office Depot's common stock is listed on the New York Stock Exchange under the symbol ODP and is included in the S&P 500 Index. Additional press information can be found at: <http://mediarelations.officedepot.com>.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS: The Private Securities Litigation Reform Act of 1995, as amended (the "Act") provides protection from liability in private lawsuits for "forward-looking" statements made by public companies under certain circumstances, provided that the public company discloses with specificity the risk factors that may impact its future results. We want to take advantage of the "safe harbor" provisions of the Act. Certain statements made in this press release are 'forward-looking' statements under the Act. Except for historical financial and business performance information, statements made in this press release should be considered 'forward-looking' as referred to in the Act. Much of the information that looks towards future performance of our company is based on various factors and important assumptions about future events that may or may not actually come true. As a result, our operations and financial results in the future could differ materially and substantially from those we have discussed in the forward-looking statements made in this press release. Certain risks and uncertainties are detailed from time to time in our filings with the United States Securities and Exchange Commission ("SEC"). You are strongly urged to review all such filings for a more detailed discussion of such risks and uncertainties. The Company's SEC filings are readily obtainable at no charge at www.sec.gov and at www.freeEDGAR.com, as well as on a number of other commercial web sites.

OFFICE DEPOT, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS
(In thousands, except share and per share amounts)
(Unaudited)

	As of March 29, 2008	As of December 29, 2007	As of March 31, 2007
Assets			
Current assets:			
Cash and cash equivalents	\$ 181,524	\$ 222,954	\$ 194,178
Receivables, net	1,573,663	1,511,681	1,506,592
Inventories	1,644,090	1,717,662	1,558,760
Deferred income taxes	110,903	120,162	118,831
Prepaid expenses and other current assets	155,942	143,255	144,295
Total current assets	3,666,122	3,715,714	3,522,656
Property and equipment, net	1,669,078	1,588,958	1,449,037
Goodwill	1,329,554	1,282,457	1,216,525
Other intangible assets	110,395	107,987	111,210
Other assets	577,903	561,424	421,328
Total assets	\$ 7,353,052	\$ 7,256,540	\$ 6,720,756
Liabilities and stockholders' equity			
Current liabilities:			
Trade accounts payable	\$ 1,540,042	\$ 1,591,154	\$ 1,682,696
Accrued expenses and other current liabilities	1,213,248	1,170,775	1,153,561
Income taxes payable	10,283	3,491	47,899
Short-term borrowings and current maturities of long-term debt	125,597	207,996	42,121
Total current liabilities	2,889,170	2,973,416	2,926,277
Deferred income taxes and other long-term liabilities	572,577	576,254	503,986
Long-term debt, net of current maturities	623,246	607,462	568,079
Minority interest	16,278	15,564	16,102
Commitments and contingencies			
Stockholders' equity:			
Common stock — authorized 800,000,000 shares of \$.01 par value; issued and outstanding shares - 428,993,252 in 2008, 428,777,625 in December 2007 and 427,494,407 in March 2007	4,290	4,288	4,275
Additional paid-in capital	1,795,905	1,784,184	1,723,959
Accumulated other comprehensive income	584,225	495,916	309,769
Retained earnings	3,852,578	3,783,805	3,541,961
Treasury stock, at cost — 155,889,488 shares in 2008, 155,819,358 shares in December 2007 and 152,697,854 shares in March 2007	(2,985,217)	(2,984,349)	(2,873,652)
Total stockholders' equity	3,251,781	3,083,844	2,706,312
Total liabilities and stockholders' equity	\$ 7,353,052	\$ 7,256,540	\$ 6,720,756

OFFICE DEPOT, INC.
CONDENSED CONSOLIDATED STATEMENTS OF EARNINGS
(In thousands, except per share amounts)
(Unaudited)

	13 Weeks Ended	
	March 29, 2008	March 31, 2007
Sales	\$3,962,017	\$4,093,600
Cost of goods sold and occupancy costs	<u>2,793,337</u>	<u>2,824,492</u>
Gross profit	1,168,680	1,269,108
Store and warehouse operating and selling expenses	866,806	885,692
General and administrative expenses	198,550	161,530
Amortization of deferred gain on building sale	<u>(1,873)</u>	<u>(1,873)</u>
Operating profit	105,197	223,759
Other income (expense):		
Interest income	905	860
Interest expense	(14,820)	(12,640)
Miscellaneous income, net	<u>8,441</u>	<u>9,821</u>
Earnings before income taxes	99,723	221,800
Income taxes	<u>30,950</u>	<u>68,029</u>
Net earnings	<u>\$ 68,773</u>	<u>\$ 153,771</u>
Earnings per common share:		
Basic	\$ 0.25	\$ 0.56
Diluted	0.25	0.55
Weighted average number of common shares outstanding:		
Basic	272,394	275,501
Diluted	272,840	280,130

OFFICE DEPOT, INC.
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands)
(Unaudited)

	13 Weeks Ended	
	March 29, 2008	March 31, 2007
Cash flow from operating activities:		
Net earnings	\$ 68,773	\$ 153,771
Adjustments to reconcile net earnings to net cash provided by operating activities:		
Depreciation and amortization	63,567	71,710
Charges for losses on inventories and receivables	27,569	24,651
Changes in working capital and other	(32,780)	(19,100)
Net cash provided by operating activities	<u>127,129</u>	<u>231,032</u>
Cash flows from investing activities:		
Capital expenditures	(105,853)	(104,078)
Acquisition related payments	(270)	(22,050)
Release of restricted cash	18,100	—
Purchase of assets subsequently sold	(25,668)	—
Proceeds from assets sold and other	33,756	12,969
Net cash used in investing activities	<u>(79,935)</u>	<u>(113,159)</u>
Cash flows from financing activities:		
Proceeds from exercise of stock options and sale of stock under employee stock purchase plans	54	9,333
Tax benefits from employee share-based payments	—	5,728
Acquisition of treasury stock under approved repurchase plans	—	(90,275)
Treasury stock additions from employee related plans	(880)	(9,801)
Net payments on long- and short-term borrowings	(90,764)	(10,130)
Net cash used in financing activities	<u>(91,590)</u>	<u>(95,145)</u>
Effect of exchange rate changes on cash and cash equivalents		
	2,966	(2,102)
Net (decrease) increase in cash and cash equivalents	(41,430)	20,626
Cash and cash equivalents at beginning of period	222,954	173,552
Cash and cash equivalents at end of period	<u>\$ 181,524</u>	<u>\$ 194,178</u>

OFFICE DEPOT, INC.
Comparative Trailing Four Quarters Data and
GAAP to Non-GAAP Reconciliations
(Unaudited)

<u>Total Company</u> <i>(Dollars in millions)</i>	Trailing 4 Quarters	
	March 29, 2008	March 31, 2007
Sales	\$ 15,396.0	\$ 15,288.7
EBIT ¹	\$ 392.3	\$ 772.3
% of sales	2.5%	5.1%
EBIT — as adjusted ¹	\$ 429.5	\$ 829.7
% of sales	2.8%	5.4%
Net earnings	\$ 310.6	\$ 527.7
Net earnings — as adjusted ¹	\$ 336.5	\$ 567.3
Diluted Earnings Per Share	\$ 1.13	\$ 1.86
Diluted Earnings Per Share — as adjusted ¹	\$ 1.23	\$ 2.00
EBITDA — as adjusted ¹	\$ 692.1	\$ 1,079.6
% of sales	4.5%	7.1%
Return on Invested Capital (ROIC) — as adjusted ¹	9.8%	15.8%
Average shares	274.1	283.2

¹ EBIT and EBITDA are non-GAAP financial measures; EBIT — as adjusted and EBITDA — as adjusted exclude the Charges. (bps = basis points)

The Company is committed to measuring and reporting results in conformity with accounting principles generally accepted in the United States of America ("GAAP"). However, management also recognizes that some financial measures other than those prepared in accordance with GAAP ("non-GAAP") can provide meaningful and useful information about performance and allow for an informed assessment of possible future performance. Certain non-GAAP performance measures (e.g. EBIT and ROIC) are used to determine variable pay awards throughout our Company.

Non-GAAP measures in these tables exclude certain charges ("Charges") that are important and required under GAAP but that may not clearly convey the on-going results of operating the business during the period. These measures also exclude a gain on sale of a building and a legal settlement, both recognized in the fourth quarter of 2006.

OFFICE DEPOT, INC.
GAAP to Non-GAAP Reconciliations

The non-GAAP numbers presented along with the most closely related GAAP numbers, and the reconciliations are provided in the following tables. (\$ in millions)

Q1 2008	GAAP	% of Sales	Charges	Non-GAAP	% of Sales
Gross Profit	\$1,168.7	29.5%	\$ —	\$ 1,168.7	29.5%
Operating Expenses	\$1,063.5	26.8%	\$ (10.7)	\$ 1,052.8	26.6%
Operating Profit	\$ 105.2	2.7%	\$ 10.7	\$ 115.9	2.9%
Net Earnings	\$ 68.8	1.7%	\$ 9.3	\$ 78.1	2.0%
Diluted Earnings Per Share	\$ 0.25		\$ 0.04	\$ 0.29	

Q1 2007	GAAP	% of Sales	Charges	Non-GAAP	% of Sales
Gross Profit	\$1,269.1	31.0%	\$ 0.1	\$ 1,269.2	31.0%
Operating Expenses	\$1,045.3	25.5%	\$ (12.0)	\$ 1,033.3	25.2%
Operating Profit	\$ 223.8	5.5%	\$ 12.1	\$ 235.9	5.8%
Net Earnings	\$ 153.8	3.8%	\$ 11.7	\$ 165.5	4.0%
Diluted Earnings Per Share	\$ 0.55		\$ 0.04	\$ 0.59	

Q4 2007	GAAP	% of Sales	Charges	Non-GAAP	% of Sales
Gross Profit	\$1,022.5	26.4%	\$ 0.1	\$ 1,022.6	26.4%
Operating Expenses	\$1,033.6	26.7%	\$ (13.6)	\$ 1,020.0	26.3%
Operating Profit	\$ (11.1)	-0.3%	\$ 13.7	\$ 2.6	0.1%
Net Earnings	\$ 18.8	0.5%	\$ 7.8	\$ 26.6	0.7%
Diluted Earnings Per Share	\$ 0.07		\$ 0.03	\$ 0.10	

Office Depot, Inc.
DIVISION INFORMATION
(Unaudited)

North American Retail Division

<i>(Dollars in millions)</i>	<u>First Quarter</u>		<u>Fourth Quarter</u>
	<u>2008</u>	<u>2007</u>	<u>2007</u>
Sales	\$1,713.5	\$1,848.6	\$ 1,667.7
% change	(7)%	3%	(3)%
Division operating profit	\$ 82.5	\$ 152.3	\$ 23.5
% of sales	4.8%	8.2%	1.4%

North American Business Solutions Division

<i>(Dollars in millions)</i>	<u>First Quarter</u>		<u>Fourth Quarter</u>
	<u>2008</u>	<u>2007</u>	<u>2007</u>
Sales	\$1,104.0	\$1,162.4	\$ 1,064.7
% change	(5)%	3%	(4)%
Division operating profit	\$ 59.6	\$ 72.2	\$ 0.8
% of sales	5.4%	6.2%	0.1%

International Division

<i>(Dollars in millions)</i>	<u>First Quarter</u>		<u>Fourth Quarter</u>
	<u>2008</u>	<u>2007</u>	<u>2007</u>
Sales	\$1,144.5	\$1,082.7	\$ 1,134.6
% change	6%	21%	12%
% change in local currency sales	(4)%	11%	2%
Division operating profit	\$ 60.2	\$ 82.1	\$ 59.6
% of sales	5.3%	7.6%	5.3%

Division operating profit excludes Charges from the Division performance, as those Charges are evaluated at a corporate level.

Office Depot, Inc.
SELECTED FINANCIAL AND OPERATING DATA
(Unaudited)

Other Selected Financial Information
(In thousands, except operational data)

	<u>13 Weeks Ended</u> <u>March 29, 2008</u>	<u>13 Weeks Ended</u> <u>March 31, 2007</u>
Cumulative share repurchases under approved repurchase plans (\$):	\$ —	\$ 90,275
Cumulative share repurchases under approved repurchase plans (shares):	—	2,614
Shares outstanding, end of quarter	273,104	274,797
Amount authorized for future share repurchases, end of quarter (\$):	\$ 500,000	

Selected Operating Highlights

	<u>13 Weeks Ended</u> <u>March 29, 2008</u>	<u>13 Weeks Ended</u> <u>March 31, 2007</u>
Store Statistics		
United States and Canada:		
Store count:		
Stores opened	45	16
Stores closed	—	—
Stores relocated	1	—
Total U.S. and Canada stores	1,267	1,174
North American Retail Division square footage:	30,744,621	28,841,187
Average square footage per NAR store	24,266	24,567
Inventory per store (end of period)	\$ 864,000	\$ 946,000
International Division company-owned:		
Store count:		
Stores opened	1	11
Stores closed	1	—
Total International company-owned stores	148	136

Office DEPOT[®]

Investor Presentation

April / May 2008



Office Depot Overview



Office Depot – Business Overview

Office DEPOT.

- Office Depot is a leading global provider of office products and services
- 2007 sales of over \$15.5 billion and EBITDA¹ of over \$800 million
 - Supplies: 63% of sales
 - Technology: 26% of sales
 - Furniture and Other: 11% of Sales
- Market capitalization of over \$3 billion as of April 28, 2008
- Multi-channel – stores, catalog, Internet and contract serve business customers of any size, from small home office to Fortune 500 accounts
 - 56% of 2007 Sales were not North American Retail
 - One of the world's largest e-commerce retailers – \$4.9 billion in sales in 2007

North American Retail (44% of 2007 Sales)

- Over 1,200 stores in U.S. and Canada
- Largest concentration of stores in California, Florida and Texas

N.A. Business Solutions (29% of 2007 Sales)

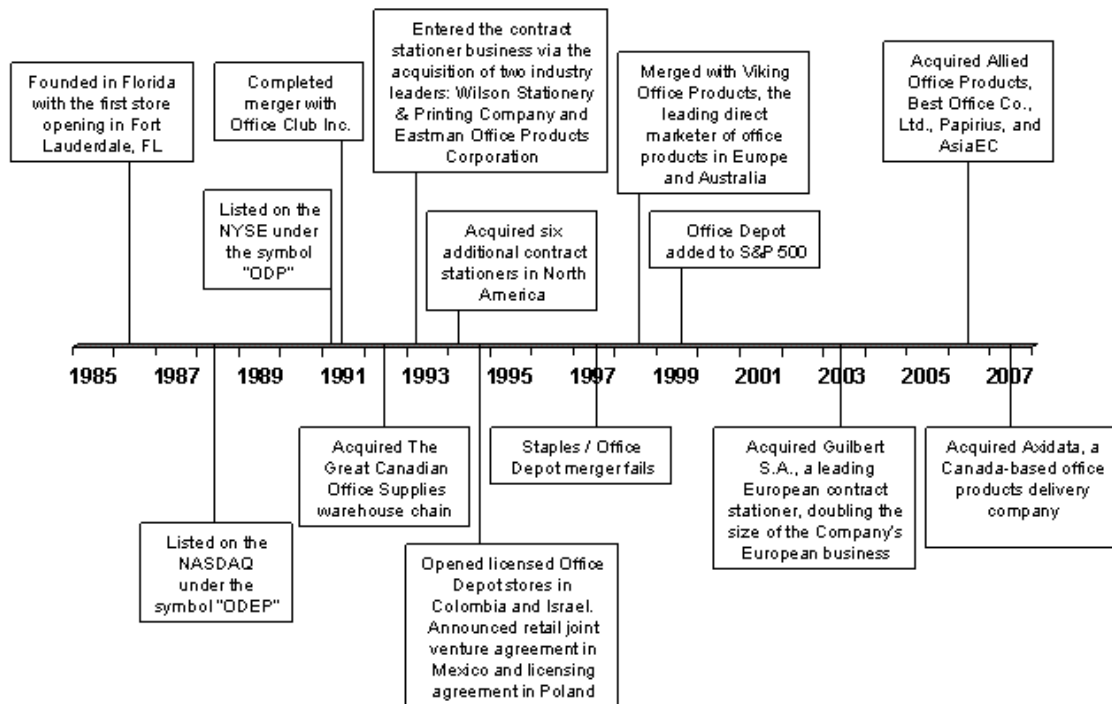
- Catalog, contract and e-commerce
- Dedicated sales force works with medium sized to Fortune 100 customers
- Orders serviced through 21 distribution centers

International (27% of 2007 Sales)

- Catalog, contract, e-commerce and retail
- Sells to customer directly and through affiliates in 43 countries
- 35+ websites and 397 stores

¹ Non-GAAP numbers. A reconciliation of GAAP to non-GAAP numbers can be found on the Office Depot web site at www.officedepot.com

Office Depot Timeline



Issues Facing The Company Entering 2005

- Functionally-aligned organization with no divisional leadership
- Non-integrated acquisitions
 - Duplicate overhead
 - Cost and complexity of multiple systems
- Information technology systems impeding growth
- Duplicate supply chain
- Operating margin gap versus largest competitor and no plan to close gap
- Declining market share
- Inconsistency in shopping experience and service, and lack of differentiation
 - Aging store portfolio with no proven new store format
 - 700 different store sets and at least five different retail formats
- Asset impairments, exit costs and other operating decisions contributed to \$396M in charges from inception in 2005 through the end of the first quarter 2008

Successful Turnaround Begins

North American Retail



- Improve profitability while continuing store build out program
- Finalize new format (M2) for the remodeled stores
- Improve service in stores

North American Business Solutions



- Grow market share organically and through acquisitions
- Expand large contract sales, add sales force
- Complete integration of Viking acquisition
- Expand product / service portfolio

International

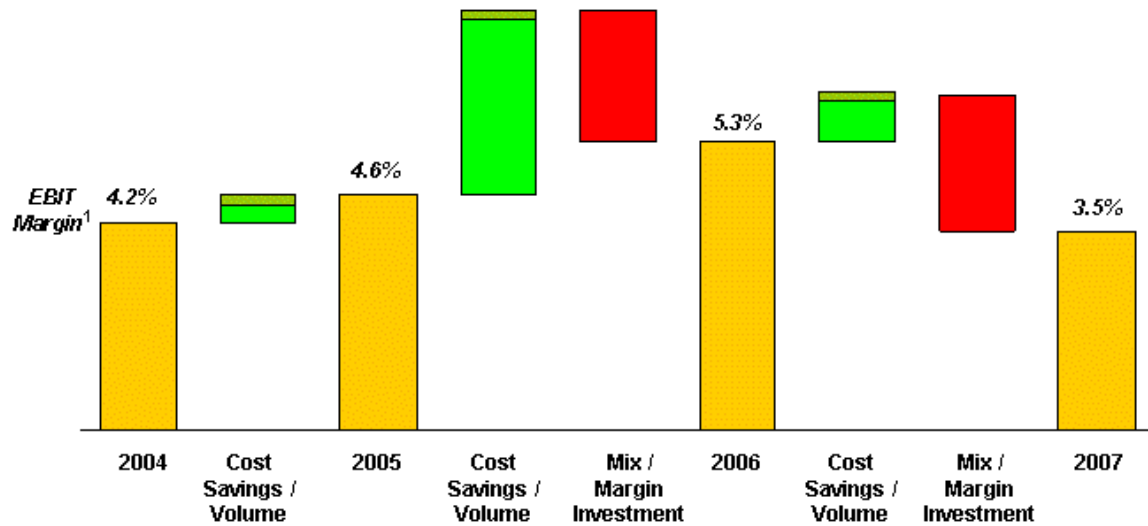


- Improve profitability by growing European contract business, tightening cost control
- Use telephone account managers to acquire new customers in Europe
- Integrate various operations around the globe
- Expand geographic reach into developing areas

New Management talent was added across the organization

Initiatives Successful in Reducing Costs

In excess of \$600 million in costs eliminated between 2004 and 2007



¹ Non-GAAP numbers. A reconciliation of GAAP to non-GAAP numbers can be found on the Office Depot web site at www.officedepot.com

Positive Impact From Turnaround

(Dollars in millions, except per share data)

	2004	2005	2006	First Half 2007
Sales	\$ 13,565	\$ 14,279	\$ 15,011	\$ 7,725
EBIT ¹	\$ 576	\$ 654	\$ 802	\$ 416
EPS ¹	\$ 1.18	\$ 1.41	\$ 1.90	\$ 1.00
EBIT Margin ¹	4.2%	4.6%	5.3%	5.4%
EPS Growth ¹	19.2%	19.5%	34.8%	8.7%



- Nine strong consecutive quarters under new Management team, with improving performance and increased shareholder value, including record sales and earnings in Q1 2007
- Approximately \$2 billion of capital returned to stockholders through share repurchases from 2005 through 2007 (represented approximately 20% of outstanding shares, 140% of adjusted after-tax earnings and 106% of operating cash flow)

¹ Non-GAAP numbers. A reconciliation of GAAP to non-GAAP numbers can be found on the Office Depot web site at www.officedepot.com

Macroeconomic And Business Conditions Shift

- Weakening housing-related economic conditions and a heavy sales concentration in Florida and California (approximately 30% of North American sales in 2007) negatively impacted results in the second half of 2007
- Heavier mix of both lower margin technology product sales in North American Retail and lower margin customers in North American Business Solutions contributed to margin declines
- Declining vendor program support due to industry slowdown also impacted margins
- Weaker U.K. performance negatively affected International results

(Dollars in millions, except per share data)

	2007		
	First Half	Second Half	Full Year
Sales	\$ 7,725	\$ 7,802	\$15,528
EBIT ¹	\$ 416	\$ 135	\$ 551
EPS ¹	\$ 1.00	\$ 0.53	\$ 1.54
EBIT Margin ¹	5.4%	1.7%	3.5%
EPS Growth ¹	8.7%	(45.9%)	(18.9%)



¹ Non-GAAP numbers. A reconciliation of GAAP to non-GAAP numbers can be found on the Office Depot web site at www.officedepot.com



Strategic Priorities



Strategic Priorities – Taking Care of Business

North American Retail



- Expanding product offerings to micro-business customers (<10 employees)
- Growing loyalty programs
- Enhancing service offerings to complement product offerings

North American Business Solutions



- Implementing customer contact strategy
- Redesigning the telephone account management (TAM) program
- New catalog/direct marketing team

International



- Executing plan to improve performance in the U.K.
- Sharp focus on improving productivity in existing businesses
- Leveraging global sourcing to increase direct import and private brand penetration in Europe and Asia

N. A. Retail – Taking Care of Business Update

North American Retail



- Expanding product offerings to micro-business customers (<10 employees)
 - Having the products in stock to meet customer demand
 - Modifying assortment to deliver increased value
- Growing loyalty programs
 - Membership grew approximately 30% in the first quarter
 - Instituting new customer service programs
- Enhancing service offerings to complement product offerings
 - Tech Depot service rolling out nationally at the customers' work or home locations
 - Design, Print & Ship continues to offer new services

N.A. Business Solutions – Taking Care of Business Update

North American Business Solutions



- Implementing customer contact strategy
 - Successfully tested
 - National rollout implementation completed by end of the third quarter
- Implementing redesigned telephone account management (TAM) program
 - TAM organization performing better
 - Key performance indicators
- New catalog / direct marketing team
 - Increased catalog circulation to drive revenue
 - Revamped online advertising strategies

International – Taking Care of Business Update

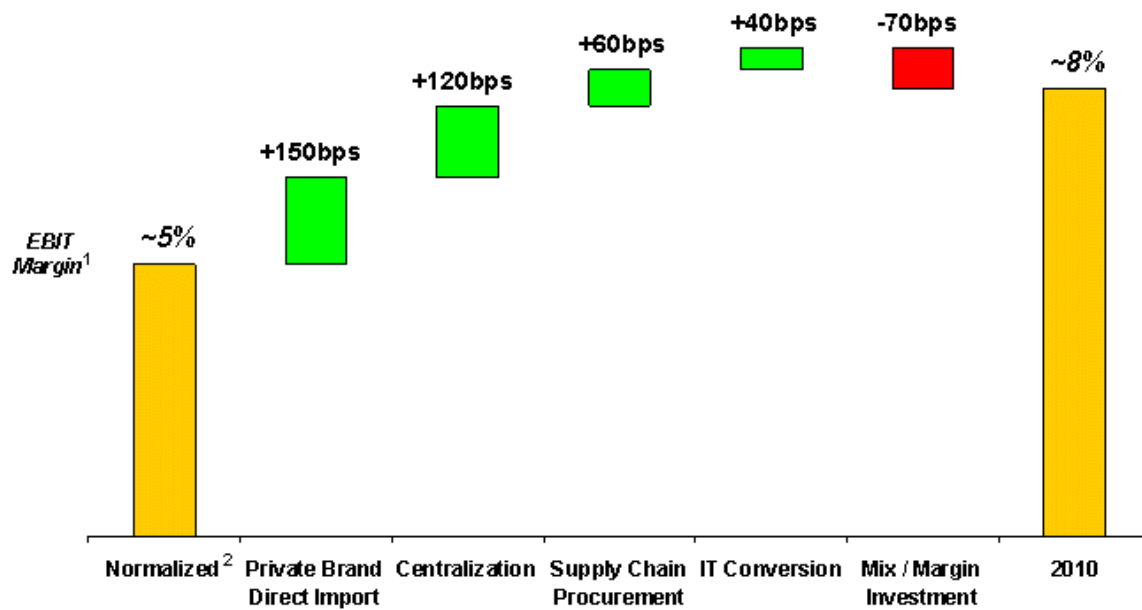
International



- Improving performance in the U.K.
 - Warehouse and call center consolidation and back office transition complete
 - Mobilecast implemented to improve delivery
- Improving productivity in existing businesses
 - Transition back office accounting functions to service center for second country (France)
 - Consolidation of three more European call centers
 - Close four warehouses in 2008
- Leveraging global sourcing office
 - Launched Central Distribution Center in Antwerp for direct import to Europe

Long-Term Global Margin Improvement Initiative

Identified 300 basis points of potential margin improvement



¹ Non-GAAP numbers. A reconciliation of GAAP to non-GAAP numbers can be found on the Office Depot web site at www.officedepot.com

² Represents rolling four quarter average EBIT margin from Q1 2006 – Q4 2007.

Private Brand/Global Sourcing Initiative

Private Brand/Global Sourcing

- Private brand penetration percentage is currently in the high 20's
- Private Brand Penetration/Global Sourcing to improve margin
 - Opened Office Depot sourcing office in Shenzhen, China in 2007
 - Supplemented with third-party sourcing resources
 - Expanding categories of products sourced and countries utilized
 - Independent audits of all factories and chain of custody of goods for environmental, social, and quality issues
 - All Private Brand meets or exceeds industry testing requirements

Centralization

Financial Back Office

- North America—Utilize third parties for a number of financial functions
 - Some in North America, some offshore
 - Assign credit
 - Collections and cash application
- International—Near Shoring financial functions into Office Depot in Eastern Europe
 - Credit, collections, cash applications

Call Center

- North America—Global Accounts, Executive Customer Service, E-Commerce handled in 2 centers in US
 - Balance of inbound calls near shore and offshore
- International—In the process of consolidating EU call centers

Global Supply Chain Initiative

North America

Environment

- Two separate NA Supply Chains
 - 12 cross docks (NA Retail)
 - 21 distribution centers (NA Business Solutions)
- 7.2M square feet over 33 buildings

Initiative

- Convert to 12 combination facilities with about 7M square feet as leases expire
 - Capacity for approximately 9M square feet

Global Benefits

- Each facility will have pick/pack and flow through capability to optimize service for Retail and Business Solutions
- Improve global supply chain expense as a percent of sales by 50 basis points

International

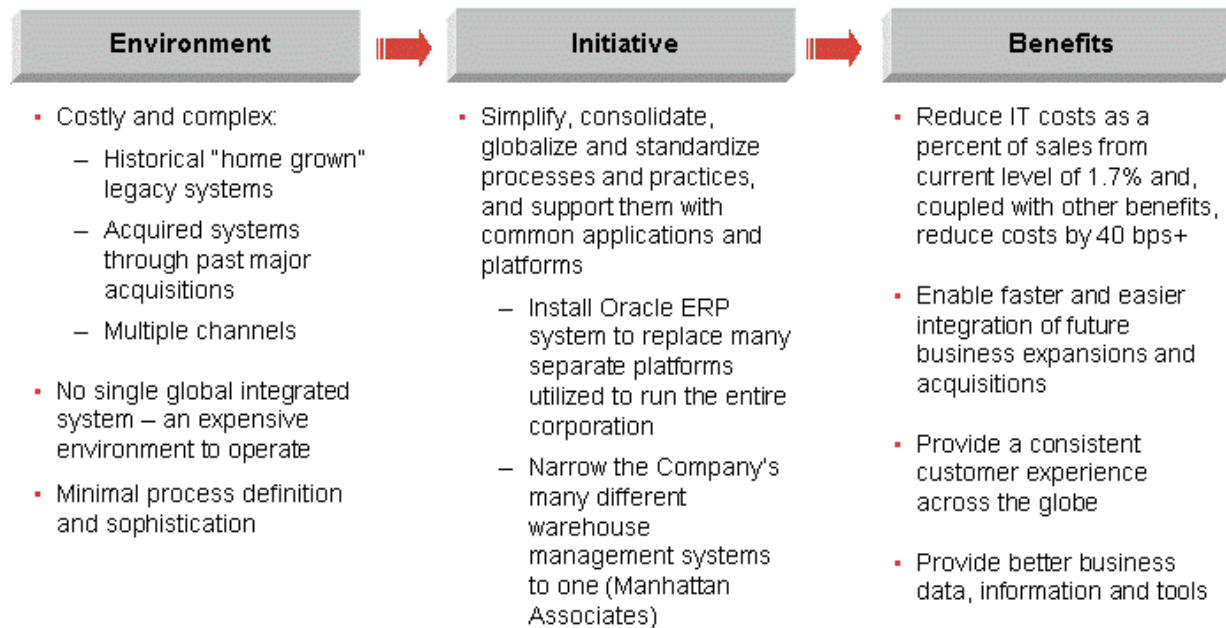
Environment

- Supply chain network of 22 facilities
- 7 warehouse management systems

Initiative

- Reduce supply chain network to 15 facilities
- Consolidate to one warehouse management system
- Open two facilities, close four in 2008

Global Information Technology Initiative



First Quarter 2008 Results

First Quarter 2008 Summary

- Results were better than we expected
- Business environment remained challenging in first quarter of 2008 but roughly comparable to fourth quarter of 2007
- Despite a challenging economic environment, continued to execute strategic initiatives
- Total company sales declined approximately 3% versus first quarter of 2007
- GAAP earnings of \$69 million, earnings per share on a diluted basis of \$0.25
- Adjusted earnings of \$78 million, adjusted earnings per share on a diluted basis of \$0.29

2008 Outlook

- Second quarter outlook
 - Sales to date still remain sluggish in the U.S. and U.K.
 - Second quarter EBIT margins should be down versus one year ago but a lower year-over-year decline than first quarter
- Third and fourth quarter EBIT margins should improve versus last year
- Longer term, business model can deliver improved results
 - Mid-single digit top-line growth
 - Mid-teens earnings per share growth
 - Total margin expansion of up to 300 basis points from key initiatives possible

Consolidated Financials – First Quarter 2008

*in millions, except ratios,
returns and per share data*

	Q1 2008		Q4 2007		Q1 2007	
	Amount	% Sales	Amount	% Sales	Amount	% Sales
Sales	\$ 3,962	—	\$ 3,867	—	\$ 4,094	—
Operating Expenses ⁽¹⁾	\$ 1,053	26.6%	\$ 1,020	26.3%	\$ 1,033	25.2%
EBIT ⁽¹⁾	\$ 124	3.1%	\$ 6	0.2%	\$ 246	6.0%
Net Earnings ⁽¹⁾	\$ 78	2.0%	\$ 27	0.7%	\$ 166	4.0%
Net Earnings - GAAP	\$ 69	1.7%	\$ 19	0.5%	\$ 154	3.8%
Diluted Shares	272.8	—	273.3	—	280.1	—
EPS - GAAP	\$ 0.25	—	\$ 0.07	—	\$ 0.55	—
EPS ⁽¹⁾	\$ 0.29	—	\$ 0.10	—	\$ 0.59	—

¹Non-GAAP numbers. A reconciliation of GAAP to non-GAAP numbers can be found on the Office Depot web site at www.officedepot.com.

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North American Retail – Results

<i>in millions, except ratios and statistics</i>	<u>Q1 08</u>	<u>Q4 07</u>	<u>Q1 07</u>
Sales	\$ 1,713	\$ 1,668	\$ 1,849
Comparable Sales	-9%	-7%	-3%
Division Operating Profit	\$ 82	\$ 23	\$ 152
Division Operating Margin	4.8%	1.4%	8.2%

North American Retail – Results & Variance Analysis

- Operating margin improvement of 340 bps versus fourth quarter of 2007
- Sales were down 7% and comparable store sales were 9% lower in first quarter of 2008
- Operating profit of \$82 million versus \$152 million one year ago
 - Broader economic factors continued to challenge profit margins
 - Lower product margins due to a more promotional sales environment
 - De-leveraging of fixed property costs as sales declined

	Operating Margin
Q1 2007	8.2%
Product margins	-200 bps
Fixed property de-leveraging	-110 bps
Operating expenses	-30 bps
Q1 2008	4.8%
Q4 2007	1.4%

North American Business Solutions – Results

<i>in millions, except ratios and statistics</i>	<u>Q1 08</u>	<u>Q4 07</u>	<u>Q1 07</u>
Sales	\$ 1,104	\$ 1,065	\$ 1,162
Division Operating Profit	\$ 60	\$ 1	\$ 72
Division Operating Margin	5.4%	0.1%	6.2%

N.A. Business Solutions – Results & Variance Analysis

- Operating margin improvement of 530 bps versus fourth quarter of 2007
- Sales were down 5% in first quarter of 2008
 - Sales to small- to mid-size customers down 12%
 - Partially offset by 3% sales growth with large, national account customers and 4% growth in sales to public sector
- Operating profit of \$60 million versus \$72 million one year ago
 - Due primarily to lower product margins

	Operating Margin
Q1 2007	6.2%
Product margins	-70 bps
Operating expenses	-10 bps
Q1 2008	5.4%
Q4 2007	0.1%

International – Results

<i>In millions, except ratios and statistics</i>	<u>Q1 08</u>	<u>Q4 07</u>	<u>Q1 07</u>
Sales	\$ 1,145	\$ 1,135	\$ 1,083
Change in Local Currency Sales	-4%	2%	11%
Division Operating Profit	\$ 60	\$ 60	\$ 82
Division Operating Margin	5.3%	5.3%	7.6%

International – Results & Variance Analysis

- Operating margin flat versus fourth quarter of 2007
- Sales were up 6% in first quarter of 2008
 - Local currency sales were down 4%
- Operating profit was \$60 million versus \$82 million one year ago
 - Weaker U.K. performance due to slowing economy
 - Strategic investments in regional offices; the centralization of support functions; the consolidation of warehouses

	Operating Margin
Q1 2007	7.6%
U.K. performance	-160 bps
Investment spending	-60 bps
Other	-10 bps
Q1 2008	5.3%
Q4 2007	5.3%

Charges from 2005 Plan

in millions

	Q1			Projected		
	2008	2007	Program to Date	2008 Q2-Q4	2009	Total
Income Statement Charges	\$ 11	\$ 12	\$ 396	\$ 54	\$ 23	\$ 473

Cash Flow Impact

Cash	\$ 10	\$ 3	\$ 141	\$ 37	\$ 22	\$ 200
Non-Cash	\$ 1	\$ 9	\$ 255	\$ 17	\$ 1	\$ 273

During the third quarter of 2005, we announced a number of material charges relating to asset impairments, exit costs and other operating decisions (the "Charges"). This announcement followed a wide-ranging assessment of assets and commitments which began in the second quarter of 2005. We indicated that these actions would continue to impact our results for several years, and expenses associated with future activities would be recognized as the individual plans are implemented and the applicable accounting recognition criteria are met. As with any estimate, the amounts may change when expenses are incurred.

Cash Flow Highlights

<i>in millions</i>	<u>2008</u>	<u>2007</u>	<u>% Change</u>
Net Cash Provided by Operating Activities	\$ 127	\$ 231	-45%
Depreciation & Amortization	\$ 64	\$ 72	-11%
EBITDA ¹	\$ 177	\$ 305	-42%
CAPEX	\$ 106	\$ 104	2%
Free Cash Flow (Use) - (Before Share Repurchases)	\$ 21	\$ 127	-83%
Share Repurchases	\$ -	\$ 90	-100%
Acquisitions	\$ -	\$ 22	-100%

¹Non-GAAP numbers. A reconciliation of GAAP to non-GAAP numbers can be found on the Office Depot web site at www.officedepot.com.

Balance Sheet Highlights

<i>in millions, except ratios and returns</i>	<u>2008</u>	<u>2007</u>	<u>% Change</u>
Inventory Per Store (end of period)	\$ 0.864	\$ 0.946	-9%
Inventories	\$ 1,644	\$ 1,559	5%
Working Capital ¹	\$ 721	\$ 444	62%
Working Capital as a % of Sales ²	3.8%	2.6%	46%
Net Debt (end of period)	\$ 567	\$ 416	36%
Return on Invested Capital, Adjusted ³	9.8%	15.8%	-600 bps

¹ WC = (current assets – cash and short-term investments) – (current liabilities – current maturities of long-term debt)

² WC as % of Sales = ((WC Q1 current year + WC Q1 prior year) / 2) / Trailing four quarter sales

³ Non-GAAP numbers. A reconciliation of GAAP to non-GAAP numbers can be found on the Office Depot web site at www.officedepot.com.

Consolidated Financials – Trailing Four Quarters

*in millions, except ratios,
returns and per share data*

	Trailing Four Quarters (Ending Q1 2008)		Trailing Four Quarters (Ending Q1 2007)	
	Amount	% Sales	Amount	% Sales
Sales	\$ 15,396	—	\$ 15,289	—
EBIT ⁽¹⁾	\$ 430	2.8%	\$ 830	5.4%
Net Earnings ⁽¹⁾	\$ 337	2.2%	\$ 567	3.7%
Diluted Shares	274.1	—	283.2	—
EPS ⁽¹⁾	\$ 1.23	—	\$ 2.00	—
ROIC ⁽¹⁾	9.8%		15.8%	—

¹Non-GAAP numbers. A reconciliation of GAAP to non-GAAP numbers can be found on the Office Depot web site at www.officedepot.com.

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Competitive Performance

Same Store Sales Comparison

Growth has outpaced OfficeMax and is comparable to Staples

North America

	OfficeMax	Office Depot	Staples
2004	1.3%	3.0%	4.0%
2005	-1.0%	3.0%	3.0%
2006	0.1%	2.0%	3.0%
2007	-1.2%	-5.0%	-3.0%
Q4 2007	-7.3%	-7.0%	-6.0%

Note: Selected competitors. For illustrative purposes only.
Source: Companies' Form 10-Ks.

Operating Margin Comparison - Total Company

Margins are a historical opportunity

	OfficeMax ¹	Office Depot ²	Staples ³
2004	0.6%	4.1%	7.3%
2005	1.1%	4.4%	7.7%
2006	3.5%	5.1%	8.1%
1H 2007	3.6%	5.1%	6.8%
2H 2007	3.9%	1.6%	9.4%
FY 2007	3.8%	3.4%	8.2%

Note: Selected competitors. For illustrative purposes only.

¹ Represents Adjusted Operating Income Margin, a non-GAAP number, adjusted for special items. Source: Earnings press releases and Office Max – March 19, 2008 Investor Day Presentation.

² Financial information for Office Depot adjusted for certain charges and credits. Represents a Non-GAAP number. A reconciliation of GAAP to non-GAAP numbers can be found on the Office Depot web site at www.officedepot.com

³ Represents Operating Margin, a non-GAAP number, adjusted for certain nonrecurring items. Source: Earnings press releases and Form 10-Ks.

Operating Margin Comparison - Divisions

Margins exceeded OfficeMax in N. America and Staples in International

	2004	2005	2006	2007
North American Retail				
OfficeMax	0.5%	1.0%	4.1%	4.1%
Office Depot	4.9%	6.0%	6.7%	5.2%
Staples	8.5%	9.3%	9.7%	9.5%
North American Contract / Direct				
OfficeMax	2.4%	2.5%	4.4%	4.3%
Office Depot	6.8%	8.2%	8.0%	4.9%
Staples	9.4%	10.3%	10.6%	10.8%
International				
OfficeMax	N/A	N/A	N/A	N/A
Office Depot	7.8%	6.0%	6.8%	5.5%
Staples	3.6%	0.6%	2.1%	3.6%

Note: Selected competitors. For illustrative purposes only.

Source: OfficeMax - Investor Day Presentations of March 19, 2008 and March 20, 2007. Adjusted for special items.
Staples and Office Depot - Companies' Form 10-Ks.

Channel Mix Comparison - Divisions

Each Company competes in multiple business lines

	2004 ¹	2005	2006	2007
North American Retail				
OfficeMax ²	48.9%	47.6%	45.3%	44.4%
Office Depot	43.8%	45.6%	45.2%	43.9%
Staples	57.6%	56.1%	54.7%	51.7%
North American Contract / Direct				
OfficeMax ²	38.2%	38.4%	39.7%	38.7%
Office Depot	29.8%	30.1%	30.5%	29.1%
Staples	29.0%	30.9%	32.5%	34.1%
International				
OfficeMax	12.9%	14.0%	15.0%	16.9%
Office Depot	26.4%	24.3%	24.3%	27.0%
Staples	13.3%	13.0%	13.0%	14.1%

Note: Selected competitors. For illustrative purposes only. Figures represent channel mix as a percent of total sales.
 Source: Office Depot, Staples and OfficeMax - Companies' Form 10-Ks. ¹OfficeMax 2004 results exclude sales from Paper and Building Solutions businesses. ²OfficeMax's results exclude Canada

E.P.S. Growth Comparison

Growth equaled or exceeded Staples in 2004, 2005 and 2006

	OfficeMax ¹	Office Depot ²	Staples ³
2004	--	19.2%	16.0%
2005	-76.0%	19.5%	19.5%
2006	775.0%	34.8%	23.1%
1H 2007	7.7%	8.7%	12.8%
2H 2007	~24.0%	-45.9%	~8.5%
FY 2007	14.8%	-18.9%	10.9%

Note: Selected competitors. For illustrative purposes only.

¹ Earnings per diluted share adjusted for special items. Source: Earnings press releases and Office Max - Investor Day Presentations of March 19, 2008 and March 20, 2007.

² Financial information for Office Depot adjusted for certain charges and credits. Represents a Non-GAAP number. A reconciliation of GAAP to non-GAAP numbers can be found on the Office Depot web site at www.officedepot.com

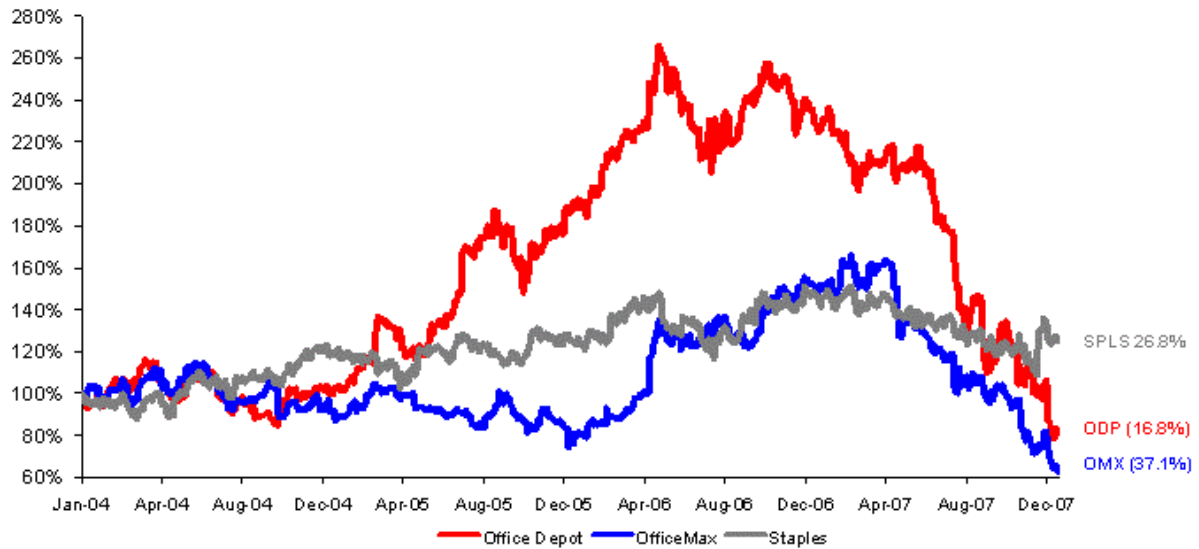
³ Diluted earnings per common share adjusted for nonrecurring items. Source: Earnings press releases and Staples web site at www.staples.com

Relative Stock Price Performance

Stock price outperformed Staples and OfficeMax in 2005 and 2006 and dropped in the second half of 2007

January 1, 2004 to December 31, 2007

Price as a % of Base (January 1, 2004 = 100.0%)



Note: Selected competitors. For illustrative purposes only.
Source: Bloomberg.

Management, Board of Directors and Corporate Governance

Experienced Senior Management Team

Name / Title	Relevant Experience	Company
Steve Odland Chairman and CEO	Office Depot: 3 yrs. AutoZone: 4 yrs. Ahold: 3 yrs.	<ul style="list-style-type: none"> • Former Chairman, CEO and President - AutoZone, Inc. • 17 years as vendor to retail • Director - General Mills, Inc.
Charles Brown President - International and Acting CFO	Office Depot: 10 yrs. Denny's: 3 yrs. Pizza Hut: 8 yrs.	<ul style="list-style-type: none"> • Former CFO, Senior VP - Denny's, Inc. • Former CFO, VP - ARAMARK International • Former Controller, VP - Pizza Hut Int'l.
Elisa Garcia Exec. VP, General Counsel and Corp. Secretary	Office Depot: Started July 2007 Domino's Pizza: 7 yrs.	<ul style="list-style-type: none"> • Former EVP, General Counsel, Secretary - Domino's Pizza • Former Regional Counsel Latin America - Philip Morris, Int'l.
Monica Luechtefeld Exec. VP - Supply Chain and IT	Office Depot and predecessor companies: 27 yrs.	<ul style="list-style-type: none"> • Former EVP, Global E Commerce - Office Depot • Former VP, Sales Planning & Systems - Office Depot • Former VP and General Manager, Furniture Division - Eastman • Former VP, Sales - Eastman
Chuck Rubin President - NA Retail	Office Depot: 4 yrs. Accenture: 6 yrs. Federated: 11 yrs. Other retail: 6 yrs.	<ul style="list-style-type: none"> • Former Partner (Retail Practice) - Accenture, Ltd. • Former Merchandising, Marketing, Store Operations Management - Federated Department Stores, Specialty Stores • Director and Exec. Committee Member - National Retail Federation
Steve Schmidt President - North American Business Solutions	Office Depot: Started August 2007 ACNielsen: 12 yrs. Pillsbury: 8 yrs.	<ul style="list-style-type: none"> • Former President and CEO - ACNielsen Corporation • Former President of Canada and Southeast Asia - Pillsbury Food • Management Positions - PepsiCo, Procter & Gamble
Daisy Vanderlinde Exec. VP - Human Resources	Office Depot: 3 yrs. AutoZone: 4 yrs. Tractor Supply: 5 yrs. Marshalls: 5 yrs. Broadway Stores: 11 yrs.	<ul style="list-style-type: none"> • Former Senior VP - AutoZone, Inc. • Former Senior HR Officer - Tractor Supply Co., Marshalls, Inc., The Broadway Stores

Talented Recent Additions to Senior Management Team

Name / Title	Relevant Experience	Company
Brad Bacon Exec. VP - Store Operations	Office Depot: 1 yr. AutoZone: 4 yrs. Supermarket industry: 34 yrs.	<ul style="list-style-type: none"> • Former Executive VP - AutoZone, Inc. • Former Executive VP of Operations - Tops Markets
Richard Diamond VP - Merchandising (Furniture)	Office Depot: Started July 2007 Harvey Lewis: 2 yrs. OfficeMax: 6 yrs. Burdines: 16 yrs.	<ul style="list-style-type: none"> • Former Chief Operating Officer - Harvey Lewis Designs • Former VP and General Manager, Furniture - OfficeMax • Former VP, Home Furnishings - Burdines (Federated)
Steve Mahurin Exec. VP - Merchandising	Office Depot: Started March 31, 2008 True Value: 4 yrs. Home Depot: 13 yrs. Other retail: 10 yrs.	<ul style="list-style-type: none"> • Former Senior VP, Chief Merchandising Officer - True Value • Former Senior VP - The Home Depot • Former VP - PGA Tour Superstore
Kevin Peters Exec. VP - Supply Chain	Office Depot: Started October 2007 W.W. Grainger: 5 yrs. Home Depot: 11 yrs.	<ul style="list-style-type: none"> • Former Senior VP of Supply Chain - W.W. Grainger, Inc. • Former VP and General Manager of Strategic Initiatives, Toronto/San Diego - The Home Depot • Management Positions - McMaster-Carr Supply Co.
Randy Wick VP - Merchandising Services	Office Depot: Started November 2007 Circuit City: 2 yrs. Petters Group: 1 yr. Best Buy: 8 yrs.	<ul style="list-style-type: none"> • Former Senior VP and General Merchandise Manager for Consumer Electronics - Circuit City • Former Executive VP of Sales and Marketing - Petters Group Worldwide • Former VP of Retail Strategies - Best Buy • Former Sales and Merchandising Manager - Fretter Super Stores

Highly Qualified, Independent Board With Significant Public Company Experience

- Proven executive leaders
 - Five Directors have significant experience as retail operators
 - Four additional Directors have significant relevant experience as operators
- 11 of 12 Directors are independent under NYSE standards
- Three members of the Audit Committee qualify as financial experts within SEC regulations
- Experienced as public company directors
 - All Directors have served on other public company Boards
- Extensive new strength and talent added to Board in recent years
 - Six Directors have joined Board in last four years
 - Two Directors have joined in the last two years

Directors With Significant Retail Experience

Name / Committee(s)	Retail Experience	Company
David W. Bernauer • Compensation, Finance	Walgreens: 40 yrs.	<ul style="list-style-type: none"> • Former Chairman & CEO - Walgreen Co. • Director - Lowe's Companies, Inc.
David I. Fuente • Finance (C)	Office Depot: 13 yrs. Sherwin-Williams: 8 yrs.	<ul style="list-style-type: none"> • Former Chairman and CEO - Office Depot, Inc. • Former President - Sherwin-Williams Paint Stores Group • Director - Ryder System Inc. and Dicks Sporting Goods
Myra M. Hart • Audit	Staples: 5 yrs.	<ul style="list-style-type: none"> • Founding Officer - Staples, Inc. • Senior Faculty Member - Harvard Business School • Director - Nina McLemore Inc., Kraft Foods, Inc., Summer Infant, Inc. and IntelliVid Corporation • Former Director - Royal Ahold
Kathleen Mason • Audit	Tuesday Morning: 7 yrs. Cherry & Webb: 9 yrs. More than 35 years of retail experience	<ul style="list-style-type: none"> • President and CEO - Tuesday Morning Corporation • Former Chairman and CEO - Cherry & Webb • Director - Genesco, Inc. • Former Director - Men's Warehouse, Hot Topic
Steve Odland	Office Depot: 3 yrs. AutoZone: 4 yrs. Ahold: 3 yrs.	<ul style="list-style-type: none"> • Chairman and CEO - Office Depot (March 2005) • Former Chairman, CEO and President - AutoZone, Inc. • 17 years as vendor to retail • Director - General Mills, Inc.

Other Directors' Experience

Name / Committee(s)	Relevant Experience	Company
Lee A. Ault, III <ul style="list-style-type: none"> • Compensation (C), Corporate Governance and Nominating 	Telecredit: 24 yrs.	<ul style="list-style-type: none"> • Former Chairman and CEO - Telecredit, Inc. • Former Director - Viking Office Products, Alex Brown and Bankers Trust • Director - Anworth Mortgage Asset Corporation
Neil R. Austrian <ul style="list-style-type: none"> • Lead Director • Corporate Governance and Nominating (C), Finance 	NFL: 9 yrs. DDB: 10 yrs.	<ul style="list-style-type: none"> • Former President and COO - NFL • Former CEO - Doyle, Dane, Bernbach • Former Chairman and CEO - Showtime/The Movie Channel • Former Director - Viking Office Products, Alex Brown and Bankers Trust • Director - The DirecTV Group
Abelardo E. Bru <ul style="list-style-type: none"> • Compensation, Finance 	Pepsi Co: 28 yrs.	<ul style="list-style-type: none"> • Former Vice Chairman - Pepsi Co • Former Chairman and CEO - Frito-Lay North America • Former Executive - Pepsi Co Foods International • Director - Kimberly-Clark Corporation and S.C. Johnson, Inc.
Marsha Evans <ul style="list-style-type: none"> • Compensation 	American Red Cross: 3 yrs. U.S. Navy: 30 yrs.	<ul style="list-style-type: none"> • Former President and CEO - American Red Cross • Director - May Department Stores Co., Huntsman Corporation, Lehman Brothers Holdings, Weight Watchers International • Former Director - AutoZone, Inc.
Brenda Gaines <ul style="list-style-type: none"> • Audit (C), Corporate Governance and Nominating 	Citigroup: 16 yrs.	<ul style="list-style-type: none"> • Former President and CEO - Diner's Club North America • Former Deputy Chief of Staff - City of Chicago • Director - NICOR, Inc., Fannie Mae, Tenet Healthcare Corporation
W. Scott Hedrick <ul style="list-style-type: none"> • Compensation, Corporate Governance and Nominating 	InterWest Partners: 29 yrs.	<ul style="list-style-type: none"> • Former Director - The Office Club, Inc. • Founder and Former Partner - InterWest Partners • Director - Hot Topic, Inc., Il Fornaio Corp., American Funds Insurance Series
Michael Myers <ul style="list-style-type: none"> • Audit 	Smith Barney: 20 yrs. First Century : 37 yrs.	<ul style="list-style-type: none"> • Founder and Former Managing General Partner - First Century Partners • President and Director - Smith Barney Venture Corp. • Former Director - Entre Computer Centers, Inc.

Board is Active And Engaged

- 39 Board and Board Committee meetings last 12 months
- Four standing committees: Corporate Governance and Nominating, Compensation, Audit and Finance
- Members have frequent in-depth meetings with business unit leaders
- Actively engaged in development and monitoring of turnaround plan
- Actively engaged in recruitment of Steve Odland and new Management team
- Committed to enhancing stockholder value
 - Regularly analyze capital structure and strategic opportunities for the Company

Strong Corporate Governance Practices

- Full Board elected annually to one-year terms
- Alignment with stockholders through Director ownership requirements
- Majority stockholder vote required to approve a merger
- Stockholders may act by written consent
- No poison pill
- Executive pay/compensation aligned with performance
- Long-term equity incentive plans are all approved by stockholders
- Office Depot, Inc.'s Corporate Governance Quotient (CGQ®)¹ is better than **96.2%** of Retailing companies and **80.1%** of S&P 500 companies

¹As of April 1, 2008.

Safe Harbor Statement

The Private Securities Litigation Reform Act of 1995, as amended (the “Act”), provides protection from liability in private lawsuits for “forward-looking” statements made by public companies under certain circumstances, provided that the public company discloses with specificity the risk factors that may impact its future results. We want to take advantage of the “safe harbor” provisions of the Act. Certain statements made in this presentation are “forward-looking” statements under the Act. Except for historical financial and business performance information, statements made in this presentation should be considered ‘forward-looking’ as referred to in the Act. These forward-looking statements speak only as of the date of this presentation; we disclaim any obligation to update these statements, and we caution you not to rely on them unduly. Much of the information that looks towards future performance of our company is based on various factors and important expectations and assumptions about future events that may or may not actually come true. While our management considers these expectations and assumptions to be reasonable, they are inherently subject to significant business, economic, competitive, regulatory and other risks, contingencies and uncertainties, most of which are difficult to predict and many of which are beyond our control. As a result, our operations and financial results in the future could differ materially and substantially from those we have discussed in the forward-looking statements made in this presentation. Certain risks and uncertainties are detailed from time to time in our filings with the SEC. You are strongly urged to review all such filings for a more detailed discussion of such risks and uncertainties. The Company’s SEC filings are readily obtainable at no charge at www.sec.gov and at www.freeEDGAR.com, as well as on a number of other commercial web sites.

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