

Governor Phillip Tower
1 Farrer Place Sydney NSW 2000
GPO Box 9925 NSW 2001
Tel (02) 9210 6500
Fax (02) 9210 6611
www.corrs.com.au

**CORRS
CHAMBERS
WESTGARTH**
lawyers

28 April 2010

By fax: 1300 135 638

Company Announcement Platform
ASX Limited

Dear Sir/Madam

Takeover bid by Staples Australia Pty Limited for Corporate Express Australia Limited – extension of offer

We act for Staples Australia Pty Limited ACN 142 352 501 (**Staples Australia**), a wholly-owned indirect subsidiary of Staples, Inc, in relation to its off-market takeover offer for all the ordinary shares in Corporate Express Australia Limited ACN 000 728 398 (**Corporate Express**).

We attach:

- (a) a letter dated 28 April 2010 that Staples Australia has sent to Corporate Express shareholders (attaching a notice of variation lodged with ASIC and sent to Corporate Express on 28 April 2010); and
- (b) by way of service under section 630(5)(b), a notice of the new date for giving notice of the status of conditions to which the offer is subject.

Yours faithfully


Corrs Chambers Westgarth

Staples Offer Information Line
Australian callers: 1800 645 237
For international callers: +61 2 8280 7585



that was easy:

28 April 2010

<Address Line 1>
<Address Line 2>
<Address Line 3>
<Address Line 4>
<Address Line 5>
<Address Line 6>

Dear Corporate Express shareholders

Update on the takeover offer for Corporate Express Australia Limited

Staples Australia's relevant interest in Corporate Express ordinary shares now exceeds 61.48%.

Extension of Offer Period

The Offer has been extended to allow for the receipt by Corporate Express of the ATO Ruling and payment of the proposed special dividend. The Offer will now close at 7.00pm (Sydney time) on 23 June 2010.

The independent directors of Corporate Express have recommended that shareholders ACCEPT THE OFFER in the absence of a superior offer.

To accept

If you have not yet accepted our Offer, I encourage you to complete and return the acceptance form enclosed with the bidder's statement dispatched to you on 6 April 2010.

If you have any questions, please call the Staples Offer Information line on 1800 645 237 (toll free within Australia) or +61 2 8280 7585 (for callers from outside Australia).

Yours faithfully

A handwritten signature in black ink, appearing to read "John Slattery". The signature is fluid and cursive, with a long horizontal stroke at the end.

John Slattery, Director
Staples Australia Pty Limited

Staples Australia Pty Limited

ACN 142 352 501

Notice under section 650D(1) *Corporations Act 2001* (Cth)

Variation of offer – extension of offer period

To: Australian Securities and Investments Commission (ASIC);
Corporate Express Australia Limited ACN 000 728 398 (**Corporate Express**); and
each person to whom an offer was made pursuant to the bidder's statement dated 19 March 2010 (**Bidder's Statement**) issued by Staples Australia Pty Limited ACN 142 352 501, a wholly-owned indirect subsidiary of Staples, Inc (**Staples Australia**), in respect of Staples Australia's takeover offer (**Offer**) for all the ordinary shares in Corporate Express.

Extension of offer period

Staples Australia gives notice under section 650D(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**) that:

- (a) it varies the Offer by extending the offer period so that the Offer will remain open for acceptance until 7.00pm (Sydney time) on 23 June 2010;
- (b) the Offer remains subject to defeating conditions; and
- (c) accordingly, the Offer is varied by:
 - (i) replacing "11 May 2010" with "23 June 2010" in section 12.2 of (and in every other place in which it appears) the Bidder's Statement; and
 - (ii) replacing "11 May 2010" with "23 June 2010" in each place in which it appears on the acceptance forms.

Withdrawal right

In this section headed "Withdrawal right", words defined in the ASTC Settlement Rules have the same meaning unless the context requires otherwise.

In accordance with section 650E of the Corporations Act, as the extension of the Offer postpones for more than one month the time when Staples Australia has to meet its obligations under the Offer, those Corporate Express shareholders who have accepted the Offer on or before the date of this notice may withdraw their acceptance by giving written notice to Staples Australia (**Withdrawal Notice**) within one month beginning on the day after they receive this notice (**Withdrawal Period**).

A Withdrawal Notice by a Corporate Express shareholder withdrawing their acceptance under section 650E of the Corporations Act must:

- (a) if the Corporate Express shareholder's shares are in a CHESS Holding:
 - (i) be in the form of a Valid Originating Message transmitted to ASTC by the Controlling Participant for that CHESS Holding in accordance with Rule 14.16.1 of the ASTC Settlement Rules; or
 - (ii) be in the form of a notice in writing to Staples Australia setting out the information that Staples Australia requires to enable it to transmit a Valid

Message to ASTC on behalf of the Corporate Express shareholder in accordance with Rule 14.6.5 of the ASTC Settlement Rules; and

- (b) in any other case, be in writing to Staples Australia.

A Withdrawal Notice that is in writing to Staples Australia must be sent to:

Link Market Services Limited
Corporate Express Takeover
Locked Bag A14
SYDNEY SOUTH NSW 1235

If a Corporate Express shareholder is legally entitled to give, and does in fact give, a Withdrawal Notice within the Withdrawal Period, Staples Australia will within 14 days after the last of the day on which the Corporate Express shareholder:

- (a) gives the Withdrawal Notice; and
- (b) returns any consideration received for accepting the Offer:
- (i) return to the Corporate Express shareholder any documents that were sent by the Corporate Express shareholder to Staples Australia with the acceptance of the Offer; and
 - (ii) if the Corporate Express shareholder's shares are in a CHESS Holding, transmit a Valid Message that authorises the release of the relevant shares from the Offer Accepted Subpositions in which the shares have been reserved in accordance with Rule 14.16.3 or 14.16.5 of the ASTC Settlement Rules (as appropriate).

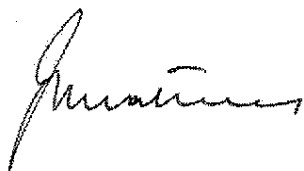
If you would like to exercise your right to withdraw your acceptance and you would like further information, please contact your legal, financial or other professional adviser or telephone the Staples Offer Information Line on 1800 645 237 (toll free within Australia) or +61 2 8280 7585 (for callers outside Australia).

Lodgement with ASIC

A copy of this notice was lodged with ASIC on 28 April 2010. ASIC takes no responsibility for the contents of this notice.

Date: 28 April 2010

Signed for and on behalf of Staples Australia Pty Limited pursuant to a resolution passed by the directors of Staples Australia Pty Limited by:



John Slattery
Director, Staples Australia Pty Limited

Staples Australia Pty Limited ACN 142 352 501

Notice under section 630(2)(b) *Corporations Act 2001* (Cth) New date for giving notice of status of conditions

To: ASX Limited; and
Corporate Express Australia Limited ACN 000 728 398 (**Corporate Express**).

For the purposes of section 630(2)(b) of the *Corporations Act 2001* (Cth) (**Corporations Act**), Staples Australia Pty Limited ACN 142 352 501 (**Staples Australia**) gives notice that:

- (a) the offer period under the takeover offer by Staples Australia for ordinary shares in Corporate Express (**Offer**), which Offer, dated 6 April 2010, is contained in the bidder's statement issued by Staples Australia dated 19 March 2010 (**Bidder's Statement**) has been extended so that the Offer will remain open for acceptance until 7.00pm (Sydney time) on 23 June 2010;
- (b) the new date for giving notice of the status of the condition to which the Offer is subject, as required by section 630(2) of the Corporations Act, is 15 June 2010; and
- (c) as at the date of this notice:
 - (i) Staples Australia has, by notice dated 30 March 2010, freed the Offer of the condition in section 12.8(b) of the Bidder's Statement (that is, the OIO Condition);
 - (ii) Staples Australia has given notice on 23 April 2010 that the condition in section 12.8(a) of the Bidder's Statement (being Foreign Investment Review Board Approval) has been fulfilled so the Offer is free of the condition; and
 - (iii) Staples Australia has not freed the Offer from any of the other conditions.

Date: 28 April 2010