

OFFICE DEPOT, INC.

**SCHEDULE OF FULL TIME EQUIVALENT JOBS
AND AVERAGE ANNUAL SALARY**

YEAR ENDED AUGUST 31, 2012

**OFFICE DEPOT, INC.
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INDEPENDENT ACCOUNTANTS' REPORT

Board of Directors of
Office Depot, Inc.
Boca Raton, Florida

We have examined the accompanying schedule containing the number of retained Full Time Equivalent ("FTE") jobs and average annual salary (the "Schedule") for the year ended August 31, 2012 of Office Depot, Inc. (the "Company"). The Company's management is responsible for the Schedule. Our responsibility is to express an opinion based on our examination.

Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence supporting the Schedule and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion.

In our opinion, the Schedule referred to above presents, in all material respects, the number of retained FTE jobs and the average annualized salary, based on the definitions and requirements described in the Special Economic Development Agreement for Major Investments between the Company and Palm Beach County.

This report is intended solely for the information and use of the Company's Board of Directors, management, and Palm Beach County and is not intended to be and should not be used by anyone other than these specified parties.

CliftonLarsonAllen LLP

CliftonLarsonAllen LLP

Tampa, Florida
March 15, 2013



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OFFICE DEPOT, INC.
SCHEDULE OF FULL TIME EQUIVALENT JOBS AND AVERAGE ANNUAL SALARY
YEAR ENDED AUGUST 31, 2012

Retained Full Time Equivalent Jobs	1,756
Average Annual Salary	\$ 116,684

See accompanying Notes to Schedule of Full Time Equivalent Jobs and Average Annual Salary

OFFICE DEPOT, INC.
NOTES TO SCHEDULE OF FULL TIME EQUIVALENT JOBS AND AVERAGE ANNUAL SALARY
AUGUST 31, 2012

NOTE 1 OVERVIEW

On August 18, 2009, Office Depot, Inc. (the "Company") and Palm Beach County, Florida (the "County") entered into the Special Economic Development Agreement for Major Investments (the "Agreement") for a ten year period beginning September 1, 2009. According to the terms of the Agreement, the Company must retain 1,750 Full Time Equivalent (FTE) jobs and create 200 FTE jobs in Palm Beach County. New jobs must be created within a five year period beginning September 1, 2009 and ending August 31, 2014. The retained, new or relocated jobs must also meet average salary requirements as defined by the Agreement. Provided the requirements of the Agreement are met, the County shall reimburse the Company for costs previously incurred related to the construction of the Company's corporate headquarters in Palm Beach County. The reimbursement shall be up to but not to exceed \$650,000 per year for ten years, which is the duration of the Agreement.

NOTE 2 DEFINITIONS

Full Time Equivalent Job

FTE jobs are calculated at 40 hours per week or 2,080 hours annually for retained positions. For new jobs, the FTE requirement is calculated using 35 hours per week or 1,820 hours annually. In tabulating hours, any paid leave an employee takes during the pay period, such as vacation or sick leave, may be included.

Retained Job

An FTE job that is retained in Palm Beach County, which sustains Palm Beach County's total job base, is a position listed in the Company's payroll which involves working on-site or as a base of operations at the Company's facility that is located in Palm Beach County. A full time or equivalent job may include permanent salaried, part-time, leased employees, and contractors and subcontractors.

New Job

An FTE job that is created in or relocated to Palm Beach County and adds to Palm Beach County's total job base, adds incrementally to the Company's payroll, results in a net increase in the number of Company employees, and involves only a new employee working on-site at the Company's facility that is located in Palm Beach County. A full time or equivalent job may include permanent salaried, part-time, leased employees, and contractors and subcontractors. However, employees on the Company's payroll of a Company facility located in a county adjacent to the borders of Palm Beach County who transferred to the Company's facility in Palm Beach County are excluded.

OFFICE DEPOT, INC.
NOTES TO SCHEDULE OF FULL TIME EQUIVALENT JOBS AND AVERAGE ANNUAL SALARY
AUGUST 31, 2012

NOTE 3 CRITERIA FOR WAGES

The Company is required to pay an average salary per annum equal to or greater than \$76,792, excluding benefits, for all those Company FTE's that must be retained, created in or relocated to Palm Beach County.