

OFFICE DEPOT INC  
Form 425  
July 08, 2013

**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 (date of earliest event reported): July 5, 2013**

**OFFICE DEPOT, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**1-10948**  
Commission  
File number

**59-2663954**  
(I.R.S. Employer  
Identification No.)

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**6600 North Military Trail, Boca Raton, Florida**  
(Address of principal executive offices)

**(561) 438-4800**

**33496**  
(Zip Code)

(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))

**ITEM 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.**

On July 5, 2013, Brenda Gaines notified the Board of Directors of Office Depot, Inc. (the Company) that she will not stand for re-election to the Company's Board of Directors at its 2013 Annual Meeting of Shareholders. Ms. Gaines currently serves on the Company's Audit Committee and Corporate Governance and Nominating Committee. Ms. Gaines' decision to not stand for re-election did not involve a disagreement with the Company on any matter relating to the Company's operations, policies or practices.

**ITEM 8.01 OTHER EVENTS**

On July 5, 2013, the Board of Directors of the Company approved the nomination of Michael J. Massey to stand for election at the 2013 Annual Meeting of Shareholders. Subject to election by the Company's shareholders, Mr. Massey will fill the vacancy that will be created by Ms. Gaines' decision not to stand for re-election.

**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: July 8, 2013

By: /S/ ELISA D. GARCIA C.  
Elisa D. Garcia C.  
Executive Vice President, General Counsel and Corporate  
Secretary