

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 October 26, 2001

Commission file number 1-10948

OFFICE DEPOT, INC.

(Exact name of registrant as specified in its charter)

Delaware

59-2663954

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(State or other jurisdiction of  
incorporation or organization)

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

2200 Old Germantown Road, Delray Beach, Florida

33445

(Address of principal executive offices)

(Zip Code)

(561) 438-4800

(Registrant's telephone number, including area code)

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

ITEM 5. OTHER EVENTS

1. Press release dated October 26, 2001, announcing extension of offer to exchange 10% Senior Subordinated Notes due 2008 for Registered 10% Senior Subordinated Notes due 2008. A copy of the press release is attached hereto as exhibit 99.1 and incorporated by this reference herein.
2. Press release dated October 26, 2001 announcing a new stock repurchase program providing for the repurchase of up to \$50 million of the Company's common stock annually. A copy of the press release is attached hereto as exhibit 99.2 and incorporated by this reference herein.

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: October 26, 2001

By: /S/ DAVID C. FANNIN

David C. Fannin  
Executive Vice President and  
General Counsel

CONTACT: Eileen H. Dunn  
Vice President, Investor Relations/Public Relations  
561/438-4930  
edunn@officedepot.com

OFFICE DEPOT EXTENDS OFFER TO EXCHANGE  
10% SENIOR SUBORDINATED NOTES DUE 2008  
FOR REGISTERED 10% SENIOR SUBORDINATED NOTES DUE 2008

DELRAY BEACH, FLA. -- OCTOBER 25, 2001 -- OFFICE DEPOT, INC. (NYSE: ODP), the world's largest seller of office products, today announced that it has elected to extend its offer to exchange its 10% Senior Subordinated Notes Due 2008 (the "Old Notes") for a like amount of 10% Senior Subordinated Notes due 2008 that are registered with the Securities and Exchange Commission (the "Exchange Offer") so that the expiration date of the Exchange Offer will now be 12:00 noon, EST, on October 31, 2001, unless further extended. Holders of Old Notes may continue to exchange their Old Notes until that time. Consummation of the Exchange Offer and the Company's acceptance of and exchange of Old Notes is subject to certain conditions described in the Prospectus of Office Depot, Inc. dated September 24, 2001 that was distributed to the holders of the Old Notes. As of October 25, 2001, holders of approximately \$245 million aggregate principal amount of the Old Notes have tendered their Old Notes in the Exchange Offer.

The Company commenced the Exchange Offer on September 25, 2001. The detailed terms and conditions of the Exchange Offer are contained in the Prospectus. Holders of Old Notes may obtain copies of the Prospectus and related material from SunTrust Bank, the Exchange Agent for the Exchange Offer, at (305) 579-7009.

This announcement is not an offer to purchase or a solicitation of an offer to exchange the Old Notes. The Company is making the Exchange Offer solely pursuant to the Prospectus.

ABOUT OFFICE DEPOT

As of September 29, 2001 Office Depot operated 846 office supply superstores in the United States and Canada, in addition to a national business-to-business delivery network supported by 25 delivery centers, more than 60 local sales offices and 12 regional call centers. Furthermore, the Company had operations in 16 countries outside of the United States and Canada, including 28 office supply stores in France and seven in Japan that are owned and operated by the Company; and 101 additional office supply stores under joint venture and licensing agreements operating under the Office Depot(R) name in five foreign countries. The Company also operates an award-winning U.S. Office Depot(R) brand Web site

at [www.officedepot.com](http://www.officedepot.com) where customers can access Office Depot's low competitive prices seven days a week, twenty-four hours a day, and it operates [www.officedepot.co.jp](http://www.officedepot.co.jp) in Japan and [www.officedepot.fr](http://www.officedepot.fr) in France as well as Viking(R) brand Web sites at [www.vikingop.com](http://www.vikingop.com) in the United States, [www.viking-direct.co.uk](http://www.viking-direct.co.uk) in the United Kingdom, [www.viking.de](http://www.viking.de) in Germany, [www.vikingdirect.nl](http://www.vikingdirect.nl) in The Netherlands, [www.vikingop.it](http://www.vikingop.it) in Italy, [www.vikingop.com.au](http://www.vikingop.com.au) in Australia, [www.vikingop.co.jp](http://www.vikingop.co.jp) in Japan, [www.vikingdirect.fr](http://www.vikingdirect.fr) in France and [www.vikingdirekt.at](http://www.vikingdirekt.at) in Austria. Office Depot's common stock is traded on the New York Stock Exchange under the symbol ODP and is included in the S&P 500 Index.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS: EXCEPT FOR HISTORICAL INFORMATION, THE MATTERS DISCUSSED IN THIS PRESS RELEASE ARE FORWARD-LOOKING STATEMENTS WITHIN THE MEANING OF THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995, AS AMENDED. FORWARD-LOOKING STATEMENTS, INCLUDING WITHOUT LIMITATION ALL OF THE PROJECTIONS AND ANTICIPATED LEVELS OF FUTURE PERFORMANCE, INVOLVE RISKS AND UNCERTAINTIES WHICH MAY CAUSE ACTUAL RESULTS TO DIFFER MATERIALLY FROM THOSE DISCUSSED HEREIN. THESE RISKS AND UNCERTAINTIES ARE DETAILED FROM TIME TO TIME BY OFFICE DEPOT IN ITS FILINGS WITH THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION ("SEC"), INCLUDING WITHOUT LIMITATION ITS MOST RECENT FILING ON FORM 10-K, FILED ON MARCH 27, 2001 AND ALL SUBSEQUENT 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](http://WWW.SEC.GOV) AND AT [WWW.FREEDGAR.COM](http://WWW.FREEDGAR.COM), AS WELL AS ON A NUMBER OF OTHER COMMERCIAL WEB SITES.

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CONTACT: Eileen H. Dunn  
Vice President, Investor Relations/Public Relations  
561/438-4930  
edunn@officedepot.com

OFFICE DEPOT ANNOUNCES NEW STOCK REPURCHASE  
PROGRAM Company's Board of Directors Authorizes  
up to \$50 Million Buyback per Year

DELRAY BEACH, FLA. -- OCTOBER 26, 2001 -- OFFICE DEPOT, INC. (NYSE: ODP), the world's largest seller of office products, today announced that its Board of Directors has authorized the Company to repurchase up to \$50 million of its common stock annually.

Purchases will be made in the open market or through privately negotiated transactions and made in accordance with all applicable securities laws. Purchases will be transacted through a number of brokerage firms.

Bruce Nelson, CEO of Office Depot, commented, "Over the course of the past three quarters, we have consistently demonstrated our ability to execute and to meet or exceed our commitments to employees, customers and shareholders. While the short-term outlook for our economy is uncertain, Office Depot's long-term prospects for consistent revenue and earnings growth have never been better. And while the investment community has acknowledged our improvements over the past year, we still see substantial value in our stock price over the long term."

Mr. Nelson further noted, "The repurchased shares will be added to the Company's Treasury Shares and will be used to meet the Company's near term requirements for its stock option and other benefit plans."

ABOUT OFFICE DEPOT

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