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**CORRS  
CHAMBERS  
WESTGARTH**  
lawyers

29 July 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**

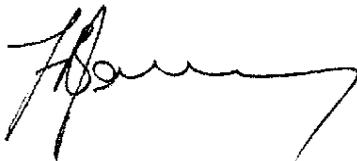
### **Notice of compulsory acquisition**

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 and Offer**).

We **attach**, as required by paragraph 661B(1)(d) of the *Corporations Act 2001* (Cth), a copy of Form 6021 ("Notice of compulsory acquisition following takeover bid"). The Form 6021 relates to the compulsory acquisition of Corporate Express shares in respect of which acceptances of the Offer have not been received.

Yours faithfully

**Corrs Chambers Westgarth**



**Encl.**



that was easy:

29 July 2010

Dear Corporate Express Shareholder

**Compulsory acquisition of your Corporate Express shares**

Staples Australia Pty Limited ACN 142 352 501 (**Staples Australia**) (a wholly-owned indirect subsidiary of Staples, Inc) recently made a cash offer to acquire all your shares in Corporate Express Australia Limited ACN 000 728 398 (**Corporate Express**) (**Offer**). The Offer closed at 7.00 pm (Sydney time) on 26 July 2010.

At the close of the Offer, Staples Australia had relevant interests in approximately 98.52% of Corporate Express Shares. Staples Australia has received sufficient acceptances of the Offer to entitle it to proceed to compulsory acquisition of all the shares in Corporate Express for which it has not received valid acceptances. The purpose of this letter is to inform you that this process has now commenced.

The formal notice (Form 6021: Notice of compulsory acquisition following a takeover bid), which Staples Australia is required to give you under the *Corporations Act 2001* (Cth), is attached to this letter.

Under the compulsory acquisition procedure, you will receive A\$4.86 cash (being \$5.60 less the amount of the special dividend paid by Corporate Express on 16 July 2010), as consideration for each Corporate Express share that you hold.

Staples Australia is required to give the total cash sum payable by it under the compulsory acquisition process to Corporate Express approximately 6 weeks after the date of this letter (or later in some circumstances). As soon as practicable after receiving the cash from Staples Australia, Corporate Express is then required to send you a letter seeking your instructions on how to deal with the cash payable to you. In the meantime, Corporate Express is required to hold the cash on trust for you.

If you have any questions in relation to the compulsory acquisition of your Corporate Express shares, please call 1800 645 237 (toll-free within Australia) or +61 2 8280 7585 (for callers from outside Australia).

Yours faithfully,

**Staples Australia Pty Limited**

Christine Komola, Director

**Australian Securities & Investments Commission**



**Form 6021**  
Corporations Act 2001  
661B(1)(a)

# Notice of compulsory acquisition following takeover bid

If there is insufficient space in any section of the form, you may attach an annexure and submit as part of this lodgement

**Lodgement details**

Who should ASIC contact if there is a query about this form?

Name: Jaclyn Riley-Smith  
ASIC registered agent number (if applicable) 1634  
Company/entity name: Corrs Chambers Westgarth ABN 89 690 832 091  
Telephone number: +61 2 9210 6150  
Postal address: GPO Box 9925 Sydney NSW 2001

**Notice**

Name and address of holder.

To:

Name of target company or body

**Securities of:**

Name ("the Company")

Corporate Express Australia Limited

ACN/ABN/ARBN/ARSN

94 000 728 398

Tick one box

- Under an
  - Off Market Bid
  - Market Bid

offers were made by

Name of bidder.

Staples Australia Pty Limited ACN 142 352 501

Insert description of class of securities to which the bid related

in respect of the acquisition of

all the ordinary shares

in the Company

Tick one box

- The offers
- closed
  - are scheduled to close

on

insert date offers closed or are scheduled to close

Date

26 / 07 / 10  
[D D] [M M] [Y Y]

You are, or are entitled to be, registered as the holder of securities in respect of which an offer was made, but have not accepted the takeover offer.

- You are, or are entitled to be, registered as the holder of securities in respect of which an offer was made, but have not accepted the takeover offer.
- The bidder hereby gives you notice under subsection 661B(1) of the Corporations Act 2001 ("the Act") that the bidder has become entitled pursuant to subsection 661A(1) of the Act to compulsorily acquire your securities and desires to acquire those securities.
- Under section 661D of the Act, you the right, by notice in writing given to the bidder within one month after this notice

is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.

- 5. Under section 661E of the Act, you have the right, within one month after being given this notice or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, to apply to the Court for an order that the securities not be compulsorily acquired.
- 6. The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before

Tick one box

- this notice was given.
- the end of the offer period.

- 7. Unless on application made by you under section 661E within one month after being given this notice (as referred to in paragraph 5 of the notice) or within 14 days after being given a statement under section 661D of the Act (As referred to in paragraph 4 of this notice), whichever is the later, the Court otherwise orders, the bidder must comply with paragraph 6 of this notice.

**Signature**

Name of person signing

Christine Komola

Capacity

Director

Signature

*Christine Komola*

Date signed

29 / 07 / 2010  
 [D D] [M M] [Y Y]