



**CAJA DE  
VALORES**

**Comunicado N° 11234**  
**Ref.: Oferta de Compra de The ODP Corporation**  
**Código CVSA: 94916**  
**Código ISIN: US88337F1057**

Buenos Aires, 25 de julio de 2022

**Sres. Depositantes**

Tengo el agrado de dirigirme a Uds. a efectos de hacerles llegar la información que hemos recibido de la Central de Clearing del Exterior The Depository Trust Company (DTC) sobre el título de la referencia.

Aquellos depositantes que deseen tomar acción al respecto, deberán hacerlo ingresando y autorizando sus instrucciones a través del sistema GIC (Gestión Integral de Custodia – GEDOP Externos) disponible en la siguiente dirección: <https://gic.sba.com.ar> (Menú Eventos Corporativos Internacionales), no más del 10 de agosto de 2022, hasta las 15:30 hs., con el fin de que se proceda a enviar a la mencionada Central las instrucciones correspondientes.

Para mayor información al respecto, adjuntamos el reporte enviado por la Central arriba mencionada (Anexo I).

Ante cualquier consulta sobre el presente evento se podrán comunicar con el Agente de Información designado por el emisor:

Mac Kenzie Partners Inc.  
+1 (212) 929-5500 / +1 (800) 322-2885  
[tenderoffer@mackenziepartners.com](mailto:tenderoffer@mackenziepartners.com)

Por favor tenga en cuenta que tales títulos serán bloqueados en una cuenta de Caja de Valores hasta la finalización o cancelación del evento.

Cabe destacar que Caja de Valores S.A. trasladará a los señores depositantes los cargos que surjan de las gestiones relacionadas con el presente evento.



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Señalamos que es de exclusiva responsabilidad de los Depositantes y de los tenedores de los títulos tomar o no acción al respecto; razón por la cual las condiciones del presente no podrán interpretarse como recomendaciones o sugerencias de Caja de Valores S.A. para participar en el evento.

Por cualquier duda o consulta podrán comunicarse con el Area Internacional al 4316-6000 Int. 8602.

Sin otro particular los saluda atentamente,

**Walter Escudero**

Gerente Ejecutivo de  
Custodia y Registro

JCM

## Record Detail Page - 133151475

00005610

**⚠** This event is a Voluntary Reorganization and may require instructions to be input into a Voluntary Reorganization application available via PTS or PBS, which are outside of CA Web. For this event please utilize the PTOP / Voluntary Tenders and Exchanges - Instruction processor should you need to make an instruction.

Please refer to the Option level details to use the proper Contra CUSIP to place your instruction.

Questions regarding instruction processing should be directed to DTCC Client Support Telephone Hotline number 1 (888) 382-2721.

**CUSIP:** 88337F105 | **Ticker:** ODP | **Issue Description:** THE ODP CORP \*+ | **Issuer Description:** THE ODP CORP | **Asset Class:** Equity | **Asset Type:** Common Stock |

**Event Group:** Reorganizations | **Event Type:** Dutch Auction | **Country of Incorporation:** US | **Processed at DTC:** Yes | **DTC Eligible:** Yes | **Declared Mandatory / Voluntary:** Voluntary | **DTC Mandatory / Voluntary:** Voluntary | **ISO Core M/V:** VOLU | **ISO Event Code:** DTCH

**Workflow Status:** Approved | **XBRL Indicator:** No

System Data

Event Details	Comments	Related Events	Entitlements	Security Position	Settlement Activity
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## Event Details

Event Level			
<input checked="" type="checkbox"/>	Instruction Messaging Eligibility Flag	Yes	<input checked="" type="checkbox"/> Cancelled Flag No
DTC Processing			
<input checked="" type="checkbox"/>	DTC Automated Offer Program	Online	
Other Data			
<input checked="" type="checkbox"/>	Offeror Name	ODT CORP	
Options/Payouts			
Option 0 - NOAC No Action   Complete   Declared Default Option: Yes   DTC Default Option: No   Supported by DTC: No   <input type="checkbox"/> Delete			
Summary - (Option 000)			
<input checked="" type="checkbox"/>	Option Type	No Action	<input checked="" type="checkbox"/> Issuer Supported Flag Yes
<input checked="" type="checkbox"/>	Issuer Default Option Flag	Yes	<input checked="" type="checkbox"/> DTC Supported Flag No
<input checked="" type="checkbox"/>	DTC Default Option Flag	No	
Option 1 - CASH Cash   Complete   Declared Default Option: No   DTC Default Option: No   Supported by DTC: Yes   <input type="checkbox"/> Delete			
<input checked="" type="checkbox"/>	Bid Acceptance Method	D	<input checked="" type="checkbox"/> Agent Approval Required Y
<input checked="" type="checkbox"/>	Actual Protect Expiration Date	Aug-12-2022	<input checked="" type="checkbox"/> Actual Protect Expiration Time 11:59:59 PM NYC
<input checked="" type="checkbox"/>	Condition Comments	SPECIFIED PRICE TENDER BETWEEN \$31.50 AND \$36.00 PER SHARE.	
<input checked="" type="checkbox"/>	Condition Number 1	1	<input checked="" type="checkbox"/> Condition Required Indicator 1 N
<input checked="" type="checkbox"/>	Condition Text 1	ENTER AN X TO CERTIFY THAT THE SHARES TENDERED REPRESENT A BENEFICIAL HOLDER'S ENTIRE POSITION AND THAT YOU WISH TO BE ELIGIBLE FOR PURCHASE BY CONDITIONAL/RANDOM LOT ACCEPTANCE.	
Summary - (Option 001)			
<input checked="" type="checkbox"/>	Option Type	Cash	<input checked="" type="checkbox"/> Issuer Supported Flag Yes
<input checked="" type="checkbox"/>	Issuer Default Option Flag	No	<input checked="" type="checkbox"/> DTC Supported Flag Yes
<input checked="" type="checkbox"/>	DTC Default Option Flag	No	<input checked="" type="checkbox"/> Contra Cusip 883SPC032
<input checked="" type="checkbox"/>	Security Description (Contra CUSIP)	CONTRA THE ODP CORP *+	<input checked="" type="checkbox"/> Withdrawal Privilege Flag Yes
Dates - (Option 001)			
<input checked="" type="checkbox"/>	Actual Expiration Date	Aug-12-2022	<input checked="" type="checkbox"/> Actual Expiration Time 11:59:59 PM NYC
<input checked="" type="checkbox"/>	Actual Withdrawal Expiration Date	Aug-12-2022	<input checked="" type="checkbox"/> Actual Withdrawal Expiration Time 11:59:59 PM NYC
<input checked="" type="checkbox"/>	Actual Cover Protect Expiration Date	Aug-16-2022	<input checked="" type="checkbox"/> Actual Cover Protect Expiration Time 05:00:00 PM NYC
<input checked="" type="checkbox"/>	DTC Cover Protect Expiration Date	Aug-16-2022	<input checked="" type="checkbox"/> DTC Cover Protect Expiration Time 05:00:00 PM EDT
<input checked="" type="checkbox"/>	DTC Instruction Expiration Date	Aug-12-2022	<input checked="" type="checkbox"/> DTC Instruction Expiration Time 06:00:00 PM EDT
<input checked="" type="checkbox"/>	DTC Instruction Start Date	Jul-21-2022	<input checked="" type="checkbox"/> DTC Protect Expiration Date Aug-12-2022
<input checked="" type="checkbox"/>	DTC Protect Expiration Time	06:00:00 PM EDT	<input checked="" type="checkbox"/> DTC Withdrawal Expiration Date Aug-12-2022
<input checked="" type="checkbox"/>	DTC Withdrawal Expiration Time	06:00:00 PM EDT	

Other Data - (Option 001)						
<input checked="" type="checkbox"/>	Proration Flag	Yes	<input checked="" type="checkbox"/>	Maximum Bid	36.0 USD	00005610
<input checked="" type="checkbox"/>	Minimum Bid	31.5 USD	<input checked="" type="checkbox"/>	Bid Increments	0.25	
<input checked="" type="checkbox"/>	Odd Lot Priority Flag	Yes	<input checked="" type="checkbox"/>	Bid Currency Type	C	

Option Text - (Option 001)		
<input checked="" type="checkbox"/>	Option Text	PRICE NOT >\$36.00 NOR <\$31.50 PER SHARE

Conditions - (Option 001)		
<input checked="" type="checkbox"/>	Conditional Tenders Accepted Flag	Yes

**Option 2 - CASH Cash | Complete | Declared Default Option: No | DTC Default Option: No | Supported by DTC: Yes |  Delete**

<input checked="" type="checkbox"/>	Agent Approval Required	Y	<input checked="" type="checkbox"/>	Actual Protect Expiration Date	Aug-12-2022
<input checked="" type="checkbox"/>	Actual Protect Expiration Time	11:59:59 PM NYC			
<input checked="" type="checkbox"/>	Condition Comments	TENDERING AT AN UNSPECIFIED PRICE			
<input checked="" type="checkbox"/>	Condition Number 1	1	<input checked="" type="checkbox"/>	Condition Required Indicator 1	N
<input checked="" type="checkbox"/>	Condition Text 1	ENTER AN X TO CERTIFY THAT THE SHARES TENDERED REPRESENT A BENEFICIAL HOLDER'S ENTIRE POSITION AND THAT YOU WISH TO BE ELIGIBLE FOR PURCHASE BY CONDITIONAL/RANDOM LOT ACCEPTANCE.			

Summary - (Option 002)					
<input checked="" type="checkbox"/>	Option Type	Cash	<input checked="" type="checkbox"/>	Issuer Supported Flag	Yes
<input checked="" type="checkbox"/>	Issuer Default Option Flag	No	<input checked="" type="checkbox"/>	DTC Supported Flag	Yes
<input checked="" type="checkbox"/>	DTC Default Option Flag	No	<input checked="" type="checkbox"/>	Contra Cusip	883NSP031
<input checked="" type="checkbox"/>	Security Description (Contra CUSIP)	CONTRA THE ODP CORP *+	<input checked="" type="checkbox"/>	Withdrawal Privilege Flag	Yes

Dates - (Option 002)					
<input checked="" type="checkbox"/>	Actual Expiration Date	Aug-12-2022	<input checked="" type="checkbox"/>	Actual Expiration Time	11:59:59 PM NYC
<input checked="" type="checkbox"/>	Actual Withdrawal Expiration Date	Aug-12-2022	<input checked="" type="checkbox"/>	Actual Withdrawal Expiration Time	11:59:59 PM NYC
<input checked="" type="checkbox"/>	Actual Cover Protect Expiration Date	Aug-16-2022	<input checked="" type="checkbox"/>	Actual Cover Protect Expiration Time	05:00:00 PM NYC
<input checked="" type="checkbox"/>	DTC Cover Protect Expiration Date	Aug-16-2022	<input checked="" type="checkbox"/>	DTC Cover Protect Expiration Time	05:00:00 PM EDT
<input checked="" type="checkbox"/>	DTC Instruction Expiration Date	Aug-12-2022	<input checked="" type="checkbox"/>	DTC Instruction Expiration Time	06:00:00 PM EDT
<input checked="" type="checkbox"/>	DTC Instruction Start Date	Jul-21-2022	<input checked="" type="checkbox"/>	DTC Protect Expiration Date	Aug-12-2022
<input checked="" type="checkbox"/>	DTC Protect Expiration Time	06:00:00 PM EDT	<input checked="" type="checkbox"/>	DTC Withdrawal Expiration Date	Aug-12-2022
<input checked="" type="checkbox"/>	DTC Withdrawal Expiration Time	06:00:00 PM EDT			

Other Data - (Option 002)					
<input checked="" type="checkbox"/>	Proration Flag	Yes	<input checked="" type="checkbox"/>	Maximum Bid	
<input checked="" type="checkbox"/>	Minimum Bid		<input checked="" type="checkbox"/>	Unspecified Price Allowed Flag	Yes
<input checked="" type="checkbox"/>	Odd Lot Priority Flag	Yes	<input checked="" type="checkbox"/>	Bid Currency Type	

Option Text - (Option 002)		
<input checked="" type="checkbox"/>	Option Text	TENDER AT A NON- SPECIFIED PRICE

Conditions - (Option 002)		
<input checked="" type="checkbox"/>	Conditional Tenders Accepted Flag	Yes

Agents				
Agent Type	Agent ID	Agent Name	Agent Address	Agent Phone Number
Event Agent	00002909	COMPUTERSHARE TRUST CO	250 ROYALL STREET CANTON, MA 02021 US	
Information Agent	00041129	MAC KENZIE PARTNERS INC	105 MADISON AVENUE NEW YORK, NY 10116 US	

**Vendor Records**

DTC-CAWEB-UPDATE DTCREORG

**Raw Data**

DTCREORG



**Record Detail Page - 133151475**

00005610

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**Comments**

External Comments
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Date Added	Comments
Jul-19-2022 12:02:21 PM	<p>7/18/22: The telephone number for the information agent is: (212) 929-5500 Call Toll-Free: (800) 322-2885 Email: tenderoffer@mackenziepartners.com</p> <p>* Participants should obtain the offer to purchase dated July 18, 2022, and the related letter of transmittal for the complete details of the offer. *</p>
Jul-20-2022 12:46:32 PM	<p>7/18/22: The ODP Corporation, a Delaware corporation ( the "Company") is offering to purchase for cash shares of its common stock, par value \$0.01 per share, at a price not less than \$31.50 nor greater than \$36.00 per Share, less any applicable withholding taxes and without interest, on the terms and subject to the conditions described in the Offer to Purchase (subject to proration). *</p> <p>The company is conducting the offer pursuant to a modified "Dutch Auction" procedure. *</p> <p>The lowest price that may be specified is \$31.50 the prices that may be specified increase in increments of \$0.25 up to \$36.00. Participants are to use contra CUSIP # 883SPC032 to submit tenders within this price range. *</p> <p>Participants who wish to tender without specifying a price and maximize the chance that shares are purchased should use contra CUSIP # 883NSP031. Note: This election may have the effect of lowering the purchase price and *</p>
Jul-20-2022 12:46:32 PM	<p>could result in your shares being purchased at the minimum purchase price of \$31.50 per share. *</p> <p>Participants are advised that this offer has the following features: *</p> <p>1) Conditional tender: Participants are advised that as per the terms of the offer, tender instructions should be accepted on the condition that a minimum share amount of the total share amount stated in your PTOPTOP instruction is accepted by the offeror. To do so, enter the minimum amount (quantity) of the "conditional" tender in the conditional field of the PTOPTOP input screen. *</p> <p>Example: if a beneficial owner wishes to tender 500 shares on the condition that a minimum of 300 shares is accepted, the quantity you should enter in the conditional field is 300. This would mean that if after proration your tendered quantity would be reduced below 300 shares, you will have no shares accepted. Note: if you do "not" wish your tender to be conditioned upon a minimum *</p>
Jul-20-2022 12:46:32 PM	<p>amount of shares being accepted, you must enter a "0" (zero) in the conditional field. This procedure also applies to cover protect instructions. *</p> <p>Conditional tenders may be accepted for purchase by random lot. To be eligible for purchase by random lot, shareholders whose shares are conditionally tendered must have tendered all their shares. *</p> <p>2) Odd lot preference: (a holders entire position must be tendered) *</p> <p>Participants entering instructions on behalf of beneficial holders of 99 shares or less should enter "y" (yes) in the odd lot indicator field of the PTOPTOP input screen, such instructions, if accepted, will be exempt from any prorated acceptance. When entering these "odd lot preference" instructions do "not" enter an amount in the conditional field and do "not" enter an "x" in the condition field. (The PTOPTOP system automatically defaults to an amount of "0" (zero) in the conditional field and "NA" in the condition field when "y"</p>

Jul-20-2022 12:46:32 PM	<p>is entered in the odd lot indicator field.)</p> <p>*</p> <p>Participants should not combine odd lot instructions with round lot instructions.</p> <p>*</p> <p>DTC has been advised from the agent that Participants are allowed to bulk odd lot instructions. Participants who chose to bulk odd lot instruction as a condition for entering PTOP instructions, you must indicate the number of beneficial holders in the comments field of the PTOP instruction. The Agent reserves the right to reject any instruction for failure to do so.</p> <p>*</p> <p>If the Offer is oversubscribed, we will first purchase Shares owned in "odd lots" that have been validly tendered at or below the Purchase Price and then on a pro rata basis from all shareholders who validly tender Shares at or below the Purchase Price subject to the conditional tender provisions. See Sections 1 and 6.</p> <p>*</p> <p>If the conditions to the Offer have been satisfied or waived and Shares having an aggregate purchase price in excess of \$300,000,000, measured at the</p>	00005610
Jul-20-2022 12:46:32 PM	<p>maximum price at which such Shares were validly tendered and not validly withdrawn prior to the Expiration Time, we will purchase Shares:</p> <p>- first, from all holders of "odd lots" (persons who own fewer than 100 Shares) who validly tender all of their Shares at or below the Purchase Price and do not validly withdraw them prior to the Expiration Time (for the avoidance of doubt: tenders of less than all of the Shares owned by an "odd lot" holder will not qualify for this preference);</p> <p>- second, subject to the conditional tender provisions described in Section 6, on a pro rata basis from all other shareholders who validly tender Shares at or below the Purchase Price and do not validly withdraw them before the expiration of the Offer (however, because of the difficulty in determining the number of Shares properly tendered at or below the Purchase Price and not properly withdrawn, and because of the conditional tender procedure described</p>	
Jul-20-2022 12:46:32 PM	<p>in Section 6, we do not expect that we will be able to announce the final proration factor or commence payment for any Shares purchased pursuant to the Offer until at least three business days after the Expiration Time, assuming that Shares are tendered by use of the procedures for guaranteed delivery); and - third, if necessary to permit us to purchase Shares having an aggregate purchase price of \$300,000,000 (or such greater amount as we may elect to purchase, subject to applicable law), from holders who have tendered Shares at or below the Purchase Price conditionally (for which the condition was not initially satisfied) by random lot, to the extent feasible. To be eligible for purchase by random lot, holders whose Shares are conditionally tendered must have validly tendered all of their Shares and not validly withdrawn them prior to the Expiration Time.</p> <p>*</p> <p>The Offer is not conditioned upon any minimum number of Shares being tendered</p>	
Jul-20-2022 12:46:32 PM	<p>and is not subject to any financing condition. The Offer is, however, subject to a number of other terms and conditions. See Section 7.</p> <p>*</p> <p>The offer, proration period and withdrawal rights will expire at Midnight, New York City time, at the end of the day on August 12, 2022, unless the offer is extended.</p> <p>*</p> <p>Participants should consult their tax advisor for complete details in reference to withholding taxes.</p> <p>*</p> <p>7/20/22: "Participants are advised that DTC's PTOP and PBS Tender platform will be open until 6:00 pm (NYC) for instruction and protect processing on the expiration Date. DTC's RTOP and PBS Release Transaction platforms will also be available until 6:00 pm (NYC). Participants wishing to submit instructions after the DTC cutoff of 6:00pm (NYC) on 8/12/22 must reach out directly to the agent via email to Randall Marquardt at <a href="mailto:Randall.marquardt@computershare.com">Randall.marquardt@computershare.com</a> for direction on the instruction submission and inventory delivery.</p>	

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