

Corporate Express NV**Convocation for the Annual General Meeting of Shareholders**

to be held at Hotel Okura, Ferdinand Bolstraat 333 te Amsterdam on Tuesday 8 April 2008 at 2 pm

The agenda comprises among others the following items:

- Adoption of the 2007 financial statements and adoption of the proposed 2007 dividend, release from liability of the members of the Executive Board and release from liability of the members of the Supervisory Board
- Remuneration: a bonus conversion / share matching plan and adoption of amendments to the remuneration policy for the Executive Board
- Assignment to audit the 2008 financial statements
- Extension of the designation of the Executive Board as competent body to acquire shares or depositary receipts in the Company
- Extension of the designation of the Executive Board as competent body to issue ordinary shares, and the designation of the Executive Board as competent body to limit or exclude the pre-emptive right when issuing ordinary shares

The agenda and explanatory notes as well as the 2007 Annual Report are available on the website of the Company (www.cexpgroup.com) and at the Company's offices in Amsterdam, as well as at ABN AMRO Bank Servicedesk Beleggen ('ABN AMRO') phone +31 (0)76 579 94 55, e-mail: servicedesk.beleggen@nl.abnamro.com.

Important dates 2008:

Meeting	Annual General Meeting 8 April 2008
Notice to shareholders	7 March 2008
Record Date	18 March 2008
End Registration Period	2 April 2008 before 5 p.m.

RECORD DATE

The Executive Board has determined that those who are registered on 18 March 2008 after processing of settlements on that date ('the Record Date') in one of the (sub)registers and have given notice in accordance with the following, will have the right to attend and to vote at this meeting.

The sub-registers designated for holders of ordinary shares and of depositary receipts of preference shares A in bearer form are administered by the banks and brokers which are affiliated ('aangesloten instellingen') with Euroclear Nederland ('Euroclear'), and indicate who is entitled to such shares at the Record Date.

The sub-registers designated for holders of registered shares and depositary receipts of preference shares A in registered form, is the share register respectively register of depositary receipts of preference shares A of Corporate Express NV.

NB: The shares and/or depositary receipts of preference shares A will not be blocked.

NOTIFICATION

Holders of bearer shares who wish to attend the Meeting in person or appoint a representative, must notify ABN AMRO via the affiliated institution ('aangesloten instelling') in whose administration their shares are registered.

Affiliated institutions must submit to ABN AMRO by 2 April 2008 at 5 p.m. at the latest, for each shareholder concerned a written statement including the number of shares notified for registration and held by that shareholder at the Record Date.

At the request of the shareholder, the affiliated institution will send a confirmation to the shareholder of the number of shares registered for the Meeting. The number of shares registered per shareholder for this meeting, will be sent by ABN AMRO to Corporate Express. The shareholder will not receive a registration certificate. Instead, he (or his proxy holder) will be requested at the registration desk of the meeting to show a valid identification document. After checking this with the registration list, the shareholder (or his proxy holder) will be admitted to the Meeting.

For **holders of depositary receipts in bearer form** the aforementioned is applicable. However, they will receive a power of attorney from the board of the 'Stichting Administratiekantoor van Preferente Aandelen A' ('the Trust Office') to vote at the meeting. The number of votes that can be exercised by a holder of depositary receipts is determined before each meeting by the economic interest of the depositary receipts relative to the ordinary shares (by comparing the share prices). Based on the calculation pursuant to article 20 of the Administration Conditions, in the Meeting on 8 April 2008, 0.4140 vote can be exercised for each (depositary receipt of) preference share A. The total number of votes that may be exercised by a holder of depositary receipts will be rounded to whole numbers in the usual way. A holder of depositary receipts who, taking into account the above, has given timely notification for the Meeting, will be deemed to have requested a power of attorney. The power of attorney will be issued to him (or his representative) before the start of the Meeting by his (or his representative's) co-signing the power of attorney for acceptance.

POWER OF ATTORNEY AND VOTING INSTRUCTIONS

Holders of ordinary shares or depositary receipts in bearer form who will not be attending the Meeting in person may give a proxy to a third party, to the Company Secretary or to the Trust Office to vote on their behalf. In order to give proxy and voting instructions, the shareholder / depositary receipt holder (a) must have registered his shares as mentioned above and (b) must have delivered the completed and executed proxy / voting form to ABN AMRO on 2 April 2008 at 5 p.m. at the latest.

A power of attorney and voting instructions form is available on the website of the Company or via ABN AMRO.

Holders of depositary receipts who will not be attending the Meeting in person may also give proxy to ABN AMRO and cast their votes on-line before the meeting until 2 April 2008, 5 p.m.. For further information you can contact ABN AMRO (phone +31 76 579 9600) or visit www.abnamrovoting.nl.

SHAREHOLDERS' COMMUNICATION CHANNEL

Holders of bearer shares and/or holders of depositary receipts who have received a voting instruction form via the Shareholders' Communication Channel may participate in the General Meeting or vote by proxy by completing, signing and returning the form. It is also possible for these shareholders to vote electronically as per the instructions of the Communication Channel. The notification will be regarded as valid if the voting instruction has been received no later than 3 April 2008 at 5 pm by Proxy Services, by mail or electronically. More information may be found on the website of the Communication Channel (www.communicatiekanaal.nl).

HOLDERS OF ORDINARY SHARES OR DEPOSITARY RECEIPTS OF PREFERENCE SHARE A IN REGISTERED FORM

Holders of registered shares or depositary receipts in registered form are required to give notification for the Meeting and if desired give proxy to another person in the way explained in the convocation letter sent to them by the Company.

WEBCAST

The meeting may be followed through a live audio webcast on the website of the Company website: www.cexpgroup.com.

Executive Board
Amsterdam, 7 March 2008