Report and Unaudited Financial Statements

For the year ended 31 December 2004



Registered No.: 2472262

Directors and Advisors

Directors

B Barrett A Moon

Company Secretary

Mawlaw Secretaries Limited 20 Black Friars Lane London EC4V 6HD

Solicitors

Brown Mayer Rowe& Maw 11 Pilgrim Street London EC4V 6RW

Registered Office

The Boulevard Langford Lane Kidlington Oxford OX5 1GB

Directors' Report

The Directors present their report and the accounts for the year ended 31 December 2004.

Results and Dividends

The Company did not trade during the year and made neither a profit nor a loss (2003: £Nil). The Directors do not recommend payment of a dividend. There are no plans for the Company to commence trading within the foreseeable future.

Directors and their Interests

The Directors throughout the year were as follows:

B Barrett A Moon

No Director had any interest in the shares of the Company or of any other group companies at any time during the year.

Auditors

In accordance with Section 388(A) of the Companies Act 1985, the company is exempt from the obligation to appoint auditors.

By Order of the Board

Director

2005.

Statement of Directors' Responsibilities

Company law requires the Directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing those accounts, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors confirm that the accounts comply with the above requirements.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the accounts comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Balance Sheet For the year ended 31 December 2004

	Notes	2004 £	2003 £
CURRENT ASSETS: Debtors	2	9,162,097	9,162,097
CREDITORS: amounts falling due after more than one year	3	(9,162,097)	(9,161,097)
NET ASSETS		1,000	1,000
CAPITAL AND RESERVES Called up share capital	4	1,000	1,000
EQUITY SHAREHOLDERS' FUNDS		1,000	1,000

The annual accounts have not been audited because the Company is entitled to the exemption provided by Section 249A(1) of the Companies Act 1985 relating to dormant companies and its members have not required the Company to obtain an audit of these accounts in accordance with Section 249B(2).

The Directors acknowledge their responsibilities for ensuring that the Company keeps accounting records that comply with Section 221 of the Companies Act 1985. The Directors also acknowledge their responsibilities for preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year and of its profit or loss for the financial year in accordance with Section 226 of the Companies Act 1985 and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the Company.

These accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements on pages 3 and 4 were approved by the Board of Directors on 6^{+6} , 3×10^{-2005} .

Signed on behalf of the Board of Directors

Director

Notes to the financial statements For the year ended 31 December 2004

1. Basis of accounting

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards.

2. Debtors

		2004 £	2003 £
	Amounts owed by Reed Elsevier Group plc companies falling due after more than one year	9,162,097	9,162,097
3.	Creditors		
		2004 £	2003 €
	Amounts owed to Reed Elsevier Group plc companies falling due after more than one year	9,161,097	9,161,097
4.	Share capital		
		2004 £	2003 £
	Authorised: 1,000 ordinary shares of £1 each	1,000	1,000
	Allotted, called up and fully paid: 1,000 ordinary shares of £1 each	000,1	1,000

5. Parent undertaking

The Company's ultimate parent undertaking and controlling entity is Reed Elsevier Group plc, a company incorporated in Great Britain. The smallest and largest group into which the accounts of the Company for the year ended 31 December 2004 are consolidated is Reed Elsevier Group plc. Copies of the consolidated financial statements of Reed Elsevier Group plc may be obtained from the Company Secretary, 1-3 Strand, London, WC2N 5JR. Reed Elsevier Group plc is jointly owned by Reed Elsevier plc, a company incorporated in Great Britain, and Reed Elsevier NV, a company incorporated in The Netherlands.