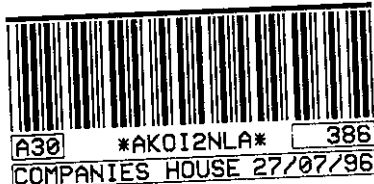




C O M P A N I E S H O U S E

THE REGISTRAR OF COMPANIES
COMPANIES HOUSE
CROWN WAY
CARDIFF
CF4 3UZ



This form should be completed in black.

The information printed below is taken from Companies House records as at 06/06/96
If this information requires amendment use the spaces opposite.

Date of this return (See note 1)

The information in this return should be made up to a date not later than

Day	Month	Year
28	06	96

Date of next return (See note 2)

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

Registered Office (See note 3)

This is the address registered by Companies House.

QUADRANT HOUSE
THE QUADRANT
SUTTON
SURREY SM2 5AS

Principal business activities (See note 4)

Trade classification is
7415 MANAGEMENT ACTIVITIES HOLDING COMPS

If the code cannot be determined from the notes, give a brief description of principal activity.

mt 2, 592.00 x 144

010634 **363s**

Annual Return

of company number 02746616

C

company name
REED ELSEVIER PLC

company type
PUBLIC LIMITED COMPANY

If you are making the return up to an earlier date, show the date here. Please note that the form must be delivered to Companies House within 28 days of this earlier date.

Day	Month	Year

Day	Month	Year

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If the information shown needs amendment, give details below and, for secretary and director particulars, the date of any change.

Register of members *(See note 5)*

The register is kept at

REGISTERED OFFICE

.....

Register of debenture holders *(See note 6)*

Any register of debenture holders (or duplicate) is kept at

.....

Company Secretaries *(See note 7)*

Particulars of a new secretary **must** be notified on form 288.

WILLOUGHBY MARK ST JOHN
 RADCLIFFE
 14 THE ORCHARD
 BEDFORD PARK
 LONDON
 W4 1JX

Day Month Year

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Date of any change.

.....

If this person has ceased to be secretary, please state when.

Day Month Year

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Date of resignation.

Particulars.

KAREN DIANA
 RICHARDSON
 LAKEVIEW
 53 WOODSIDE
 LONDON
 SW19 7AF

Day Month Year

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Date of any change.

.....

If this person has ceased to be secretary, please state when.

Day Month Year

01	10	93
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Date of resignation.

If the information shown needs amendment, give details below and the date of any change.

Directors (See note 7)

Particulars of a new director **must** be notified on form 288.

CORNELIS BASTIAAN
ALBERTI
LA BATTUE DU BIED
CH2018 AREUSE
SWITZERLAND

Date of Birth:- 11/12/36

Nat:DUTCH

Occ:DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day	Month	Year

Date of any change.

Day	Month	Year

Date of resignation.

NONE

Particulars.

RICHARD STOCKWELL
BODMAN
4930 LOUGHBORO ROAD
WASHINGTON DC
20016
USA

Date of Birth:- 09/04/38

Nat:AMERICAN

Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day	Month	Year

Date of any change.

Day	Month	Year

Date of resignation.

REED INTERNATIONAL P.L.C.

Particulars.

HERMAN
BRUGGINK
~~24 BALL ROAD~~
~~MOUNTAIN LAKES~~
~~NEW JERSEY 07046~~
~~USA~~

Date of Birth:- 01/07/46

Nat:DUTCH

Occ:DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day	Month	Year
01	10	95

Date of any change.

RAVENSWEERDSWEG 20
7213 DX GORSSEL

Day	Month	Year

Date of resignation.

REED INTERNATIONAL P.L.C.

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

GEORGE ROBERT NEVILLE
CUSWORTH
85 ALBERT ROAD
RICHMOND
SURREY TW10 6DJ

Date of Birth:- 14/10/38
Nat:BRITISH
Occ:DIRECTOR/ CHIEF EXECUTIVE

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day	Month	Year

Date of any change.

Day	Month	Year

Date of resignation.

NONE

Particulars.

ANTHONY ARMITAGE
GREENER
HOLLY HOUSE, CHURCH STREET
CHISWICK
LONDON
W4 2PH

Date of Birth:- 06/05/40
Nat:BRITISH
Occ:DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day	Month	Year

Date of any change.

Day	Month	Year

Date of resignation.

REED INTERNATIONAL P.L.C.

Particulars.

PAUL BERTRAND WOLFGANG
HAMLYN
64 OLD CHURCH STREET
LONDON
SW3 6EP

Date of Birth:- 12/02/26
Nat:BRITISH
Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day	Month	Year

Date of any change.

Day	Month	Year

Date of resignation.

SEE ATTACHED LIST

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

IAN ALEXANDER NOBLE
IRVINE
8 FLEMING HOUSE
20 DANVERS STREET
LONDON
SW3 5AT

Date of Birth:- 02/07/36
Nat:BRITISH
Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of any change.

Day Month Year

Day	Month	Year

Date of resignation.

CAPITAL RADIO PLC,
THE SAINTS & SINNERS TRUST LTD
PAST: MEPC PLC, THE MARINE CONSERVATION SOCIETY LTD

Particulars.

ROBERT LEONARD
KRAKOFF
APT NO 5
257 COMMONWEALTH AVENUE
BOSTON
MA 02116
USA

Date of Birth:- 04/05/35
Nat:AMERICAN
Occ:DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of any change.

Day Month Year

Day	Month	Year

Date of resignation.

REED INTERNATIONAL P.L.C.

Particulars.

SIR
CHRISTOPHER
LEWINTON
DOWNS HOUSE
LETCOMBE BASSETT
WANTAGE
OXFORDSHIRE OX12 9LW

Date of Birth:- 16/01/32
Nat:BRITISH
Occ:DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year

Date of any change.

Day Month Year

Day	Month	Year

Date of resignation.

REED INTERNATIONAL P.L.C.
T I GROUP PLC

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

JOHN BENEDICT
MELLON
WESTWARD HOUSE
NO 7 HAYES LANE
KENLEY
SURREY CR8 5LE

Date of Birth:- 06/11/40

Nat:BRITISH

Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

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Date of any change.

Day Month Year

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Date of resignation.

REED INTERNATIONAL P.L.C.

Particulars.

ROELOF JOHANNUS
NELISSEN
HOEFLOO 36
1251 ED LAREN
THE NETHERLANDS

Date of Birth:- 04/04/31

Nat:DUTCH

Occ:DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

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Date of any change.

Day Month Year

--	--	--

Date of resignation.

NONE

Particulars.

ALBERT
SCHUITMAKER
HERCULES SEGHERSLAAN 46
3723 GV BILTHOVEN
THE NETHERLANDS

Date of Birth:- 14/08/25

Nat:DUTCH

Occ:DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

--	--	--

Date of resignation.

NONE

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

HERMAN
~~SPRUIJT~~
HALVERHOOGT
25 LOMBOKLAAN
LEERSUM
3956 DE
THE NETHERLANDS

Date of Birth:- 07/09/49
Nat:DUTCH
Occ:PUBLISHER

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day	Month	Year

Date of any change.

SPRUIJT

Day Month Year

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Date of resignation.

NONE

Particulars.

NIGEL JOHN
STAPLETON 76
ASHLEY WALLS, ASHLEY PARK AVENUE
WALTON-ON-THAMES
SURREY KT12 1EU

Date of Birth:- 01/11/46
Nat:BRITISH
Occ:FINANCE DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

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Date of any change.

76 ASHLEY PARK AVENUE

Day Month Year

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Date of resignation.

REED INTERNATIONAL P.L.C.

ALLIED DOMECO PLC

PAST: BSB HOLDINGS LTD

Particulars.

IAN LESLIE MAURICE
THOMAS
435 EAST 65TH STREET
APT 15D
NEW YORK
NY 10021
USA

DATE OF BIRTH MUST BE SUPPLIED----->
Nat:BRITISH
Occ:COMPANY DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

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Date of any change.

10 MAY 1937

Day Month Year

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Date of resignation.

REED INTERNATIONAL P.L.C.

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

PIERRE JOHAN JACQUES GERALD^R
VINKEN
BENTVELDSWEG 142
2111 EE AERDENHOUT
THE NETHERLANDS

Day Month Year

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Date of any change.

GERARD

Date of Birth:- 25/11/27

Nat:DUTCH

Occ:CHAIRMAN-EXECUTIVE BOARD OF REED ESLEVIE

If this person has ceased to be director, please state when.

Day Month Year

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Date of resignation.

LOGICA PLC

Show any relevant current and previous directorships. PAST: THE ECONOMIST GROUP

Particulars.

PAUL CORNELIS FELIX^X MARIA
VLEK
~~SURINAMELAAN 10~~
~~1213 VN HILVERSUM~~
THE NETHERLANDS

Day Month Year

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Date of any change.

FELIX

"BINNENRUST"

HOOGSTRAAT 24

1391 BT ABCONDE

THE NETHERLANDS

Date of Birth:- 20/11/44

Nat:DUTCH

Occ:DIRECTOR

If this person has ceased to be director, please state when.

Day Month Year

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Date of resignation.

Show any relevant current and previous directorships.

REED INTERNATIONAL P.L.C.

Particulars.

LOUIS VAN
VOLLENHOVEN
VAN EEGHENSTRAAT⁷³
1071 EX AMSTERDAM
THE NETHERLANDS

Day Month Year

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Date of any change.

VAN EEGHENSTRAAT 73

Date of Birth:- 15/11/30

Nat:DUTCH

Occ:DIRECTOR

If this person has ceased to be director, please state when.

Day Month Year

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Date of resignation.

Show any relevant current and previous directorships.

REED INTERNATIONAL P.L.C.

If the information shown needs amendment, give details below and the date of any change.

Directors - continued

Particulars.

DAVID GORDON COMYN
WEBSTER
RODINGHEAD
ASHRIDGE PARK
BERKHAMSTED
HERTFORDSHIRE HP4 1NP

Date of Birth:- 11/02/45
Nat:BRITISH
Occ:DIRECTOR

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Particulars.

NO MORE DIRECTORS - ADDITIONAL SECRETARIES
OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.

If this person has ceased to be director, please state when.

Show any relevant current and previous directorships.

Day Month Year

Day	Month	Year
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Date of any change.

Day Month Year

Day	Month	Year
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Date of resignation.

SEE ATTACHED LIST

Day Month Year

Day	Month	Year
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Date of any change.

Day Month Year

Day	Month	Year
-----	-------	------

Date of resignation.

Day Month Year

Day	Month	Year
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Date of any change.

Day Month Year

Day	Month	Year
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Date of resignation.

Issued Share Capital *(See note 8)*

02746616

Enter details of all shares in issue at the date of this return.

Class <i>(eg Ordinary/ Preference etc)</i>	Number of shares issued	Aggregate nominal value <i>(ie Number of shares issued multiplied by nominal value per share)</i>
'E' ORDINARY	10,000	£10,000
'R' ORDINARY	10,000	£10,000
7.5% PREFERENCE	100,000	£100,000
Totals	120,000	£120,000

List of past and present members*(See note 9)**(Use attached schedule where appropriate)**Please mark the
appropriate box.*

A full list is required.

A full list of members is enclosed

on paper

not on
paper**Certificate**

I certify that the information given in this return is true to the best of my knowledge and belief.

I enclose the fee of £ 18.

Cheques should be made payable to **Companies House**.

Signed



Secretary/Director*

*(delete as appropriate)

Date

17-7-96

This return includes

3

continuation sheets.

(enter number)

Please ensure that you have completed all sections on this page.

To whom should Companies House direct any enquiries about the information shown in this return?

MS R. C. PUSINELLI

QUADRANT HOUSE, THE QUADRANT,
SUTTON, SURREY

Postcode SM2 5AS

SCHEDULE TO FORM 363

Continued overleaf

LIST OF PAST AND PRESENT MEMBERS (continued)

SCHEDULE TO FORM 363[illegible]

Individual Profile

PAUL BERTRAND WOLFGANG HAMLYN

Current Directorships

Company Name	Title	Date of Appointment
Bibendum Restaurant Limited		23 Jan 1986
Brandchart Limited		15 Oct 1987
Chateau de Bagnols Limited		14 Apr 1988
CONRAN OCTOPUS LIMITED		30 Aug 1983
Michelin House Development Limited		01 Aug 1985
Michelin House Investments Company Limited		08 Mar 1989
Paul Hamlyn Limited		22 Jul 1970
REED BOOK PUBLISHING LIMITED		23 Apr 1971
REED ELSEVIER PLC	NON-EXECUTIVE DIRECTOR	01 Jan 1993
REED INTERNATIONAL BOOKS LIMITED		09 Nov 1983
REED INTERNATIONAL P.L.C.	NON-EXECUTIVE DIRECTOR	01 Aug 1987
Sycone Limited		10 Oct 1994

Past Directorships

Company Name	Title	Date of Appointment	Date of Cessation
English National Ballet Limited		18 May 1989	28 Feb 1991

Individual Profile

DAVID GORDON COMYN WEBSTER

Current Directorships

Company Name	Title	Date of Appointment
ARGYLL GROUP PLC	DEPUTY CHAIRMAN	14 Apr 1977
C I E S (INTERNATIONAL ASSOCIATION OF CHAIN STORES) LTD		
LOCKERS PARK SCHOOL TRUST LIMITED	GOVERNOR	
PRESTO AND LOCOST STORES LTD		
REED ELSEVIER PLC	NON-EXECUTIVE DIRECTOR	01 Jan 1993
REED INTERNATIONAL P.L.C.	NON-EXECUTIVE DIRECTOR	02 Jun 1992
ROAD MAINTENANCE (RIDGEWAY) LTD	DIRECTOR	
SCOTTISH BUSINESS AWARD TRUST CHARITY COMMITTEE	CHAIRMAN	

Past Directorships

Company Name	Title	Date of Appointment	Date of Cessation
ADP INTERNATIONAL LIMITED			31 Dec 1993
AMALGAMATED DISTILLED PRODUCTS LIMITED			31 Dec 1993
ARGYLL FOODS LIMITED			31 Dec 1993
ARGYLL NOMINEES (GF) LIMITED			31 Dec 1993
ARGYLL NOMINEES (GV) LIMITED			31 Dec 1993
ARGYLL NOMINEES LIMITED			31 Dec 1993
ARGYLL STORES (HOLDINGS) LIMITED			31 Dec 1993
AVONMILES LIMITED			31 Dec 1993
BERTIE'S LIMITED			31 Dec 1993
BOLDGRIP LIMITED			31 Dec 1993
SAFEWAY STORES PLC			07 Dec 1993