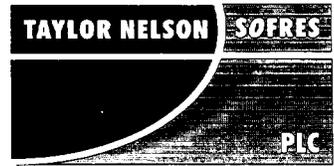




02042968



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E-mail: Judith.George@tnsofres.com  
File Ref: 82-4668v

Securities and Exchange Commission  
Filing Desk  
Division of Corporation Finance  
Office of International Corporate Finance  
450 Fifth Street, N.W.,  
Washington, DC 20549  
United States  
**BY DHL**

SUPPL



23rd July 2002

Dear Sir/Madam

**Taylor Nelson Sofres plc: file no. 82-4668v**

In accordance with the requirements of 12g3-2b please find enclosed:-

Report and Accounts for the year ended 31 December 2001 for the following:-

Aidcom Technology Limited - Reg No. 1641049  
Fieldcontrol Limited - Reg No. 944187

Please acknowledge safe receipt by date-stamping and returning a copy of this letter to me. My fax number is 44 020 8967 1334.

Yours faithfully

Judith George  
Assistant Company Secretary

PROCESSE

AUG 08 2002

THOMSON  
FINANCIAL

Encls.

cc. Zafar Aziz, Bank of New York (London) - 020 7964 6028  
Robert Goad, Bank of New York (US) - 001 212 571 3051

**Aidcom Technology Limited**

**Report and accounts**

**for the year ended**

**31 December 2001**

**Reg No 1641049**



# **Aidcom Technology Limited**

## **Report and accounts**

**For the year ended 31 December 2001**

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Profit and loss account	6
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# **Aidcom Technology Limited**

## **Directors' Report**

### **For the year ended 31 December 2001**

The director presents his report with the audited financial statements for the year ended 31 December 2001.

#### **1 Principal activities, business review and future developments**

The company did not trade throughout the year but was not dormant by virtue of paying a dividend to its parent company.

#### **2 Results and dividends**

The profit and loss account for the year ended 31 December 2001 is set out on page 6. The director recommends payment of a final dividend of £558,066 for the year (2000 - £409,000)

#### **3 Directors**

The director of the company during the year is listed below:

A B Cowling (Chairman)

#### **4 Directors' interests in shares of the company**

The director had no interests in the shares of the company at any time during the year.

Mr Cowling is director of the ultimate parent undertaking, Taylor Nelson Sofres plc and his interests in the shares of Taylor Nelson Sofres plc are disclosed in the directors' report of that company.

#### **5 Auditors**

In accordance with Section 250 of the Companies Act 1985, a special resolution resolving that an auditor should not be re-appointed will be proposed at the annual general meeting.

**Aidcom Technology Limited**

**Directors' Report (continued)**

**For the year ended 31 December 2001**

**6 Directors' responsibilities**

Company law requires the directors to prepare financial statements for each financial year that 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.

The directors confirm that suitable accounting policies have been used and applied consistently. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the year ended 31 December 2001 and that applicable accounting standards have been followed.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements 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.

By order of the board



**P S Wright**

Company Secretary  
Westgate, London W5 1UA  
18 March 2002

## **Aidcom Technology Limited**

### **Independent auditors' report to the members of Aidcom Technology Limited**

**For the year ended 31 December 2001**

We have audited the financial statements on pages 6 to 10, which have been prepared under the historical cost convention, and the accounting policies set out on page 8.

#### **Respective responsibilities of directors and auditors**

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards are set out in the statement of director's responsibilities on page 3.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards issued by the Auditing Practices Board.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

We read the other information contained in the annual report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. The other information comprises only the directors' report.

#### **Basis of audit opinion**

We conducted our audit in accordance with auditing standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

**Aidcom Technology Limited**

**Independent auditors' report to the members of Aidcom Technology Limited  
(continued)**

**For the year ended 31 December 2001**

**Opinion**

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 December 2001 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

A handwritten signature in black ink, appearing to read "PricewaterhouseCoopers", is written over the printed name of the firm.

**PricewaterhouseCoopers**

Chartered Accountants and Registered Auditors  
London  
18 March 2002

# Aidcom Technology Limited

## Profit and loss account

For the year ended 31 December 2001

	Notes	2001	2000
		£	£
<b>Profit on ordinary activities before taxation</b>		-	-
Taxation on profit on ordinary activities		-	-
Profit for the financial year		-	-
Dividends Proposed	3	(558,066)	(409,000)
<b>Retained loss for the year</b>		<u>(558,066)</u>	<u>(409,000)</u>

### Statement of retained profits

Retained profit at 1 January	558,067	967,067
Retained loss for the year	<u>(558,066)</u>	<u>(409,000)</u>
<b>Retained profit at 31 December</b>	<u>1</u>	<u>558,067</u>

The company has no recognised gains and losses other than those included in the profit and loss account above and therefore no separate statement of total recognised gains and losses has been presented.

There is no difference between the profit on ordinary activities before tax and the retained profit for the year stated above and their historical cost equivalents.

All of the above results arose from discontinued activities.

# Aidcom Technology Limited

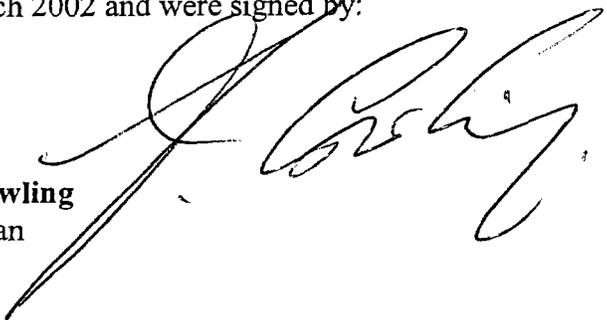
## Balance sheet

As at 31 December 2001

	Notes	2001 £	2000 £
<b>Current assets</b>			
Debtors	4	5,340,094	5,340,094
<b>Creditors:</b> amounts falling due within one year	5	<u>(3,338,093)</u>	<u>(2,780,027)</u>
<b>Net assets</b>		<u><u>2,002,001</u></u>	<u><u>2,560,067</u></u>
<b>Capital and reserves</b>			
Called up share capital	6	2,002,000	2,002,000
Profit and loss account		<u>1</u>	<u>558,067</u>
<b>Equity Shareholders' funds</b>		<u><u>2,002,001</u></u>	<u><u>2,560,067</u></u>

The financial statements on pages 6 to 10 were approved by the director on 18 March 2002 and were signed by:

**A B Cowling**  
Chairman



# Aidcom Technology Limited

## Notes to the financial statements

For the year ended 31 December 2001

### 1 Principal accounting policies

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom. A summary of the more important accounting policies, which have been applied consistently, is set out below.

#### *Basis of accounting*

The financial statements have been prepared in accordance with the historical cost convention and according to applicable Accounting Standards in the United Kingdom.

#### *Cash flow statement*

The company is a wholly owned subsidiary of Taylor Nelson Sofres plc and the cash flows of the company are included in the consolidated group cash flow statement. Consequently, the company is exempt under the terms of Financial Reporting Standard No. 1 (revised) from publishing a cash flow statement.

### 2 Directors' and auditors' remuneration

The company has no employees (2000 – nil) except for its director who received no remuneration for his services during the year (2000 - £nil).

Auditors' remuneration for the provision of audit services in respect of the years ended 31 December 2001 and 31 December 2000 has been borne by a fellow group undertaking, Taylor Nelson Sofres Group Ltd.

### 3 Dividends

	2001	2000
	£	£
Final dividend - proposed	<u>558,066</u>	<u>409,000</u>

# Aidcom Technology Limited

## Notes to the financial statements

For the year ended 31 December 2001

### 4 Debtors

	2001	2000
	£	£
Amounts owed by group undertakings	5,303,750	5,303,750
Amounts owed by parent company	36,344	36,344
	<u>5,340,094</u>	<u>5,340,094</u>

### 5 Creditors: Amounts falling due within one year

	2001	2000
	£	£
Amounts owed to group undertakings	2,371,027	2,371,027
Amounts owed to parent company	409,000	-
Proposed dividend	558,066	409,000
	<u>3,338,093</u>	<u>2,780,027</u>

### 6 Called up share capital

	2001	2000
	£	£
<i>Authorised, allotted, called up and fully paid</i>		
1,000 ordinary shares of £1 each	1,000	1,000
1,000 deferred shares of £1 each	1,000	1,000
2,000,000 redeemable ordinary shares of £1 each	2,000,000	2,000,000
	<u>2,002,000</u>	<u>2,002,000</u>

Redeemable shares are redeemable at the company's discretion at par value from 31 March 1998.

# Aidcom Technology Limited

## Notes to the financial statements

For the year ended 31 December 2001

### 7 Reconciliation of movements in shareholders' funds

	2001	2000
	£	£
Opening shareholders' funds	2,560,067	2,969,067
Retained loss for the financial year	<u>(558,066)</u>	<u>(409,000)</u>
Closing shareholders' funds	<u>2,002,001</u>	<u>2,560,067</u>

### 8 Related party transactions

Aidcom Technology Limited is a wholly owned subsidiary of Taylor Nelson Sofres plc, the consolidated financial statements of which are publicly available.

Consequently, the financial statements of Aidcom Technology Limited do not include disclosure of transactions with companies that are part of the group or investees of the group that qualify as related parties.

### 9 Ultimate parent undertaking

Taylor Nelson Sofres plc, registered in England and Wales, is the immediate and ultimate parent undertaking and ultimate controlling party.

Copies of the parent's consolidated financial statements are available from the Company Secretary, Taylor Nelson Sofres plc, Westgate, London W5 1UA.

**Fieldcontrol Limited**  
**Report and accounts**  
**for the year ended**  
**31 December 2001**  
**Reg No 944187**



# **Fieldcontrol Limited**

## **Report and accounts**

### **For the year ended 31 December 2001**

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# **Fieldcontrol Limited**

## **Directors' report**

### **For the year ended 31 December 2001**

The directors present their report together with the audited financial statements for the year ended 31 December 2001.

#### **Principal activities, business review and future developments**

The company's principal activity is the provision of market information services. Both the level of business and the year end financial position were satisfactory, and the directors expect that the present level of activity will be sustained for the foreseeable future.

#### **Results and dividends**

The result for the year is set out in the profit and loss account on page 7. The directors do not recommend the payment of a dividend for the year (2000 - £nil).

#### **Directors**

The directors of the company during the year are listed below:

Michael H C Hopkins

Frances E Loveless

Jennifer Stone

Francesca C Sivers

Antony B Cowling

Barbar Qureshi

(resigned 25/06/2001)

## Fieldcontrol Limited

### Directors' report (continued)

For the year ended 31 December 2001

#### Directors' interests in shares of the company

Mike Hopkins has a 30% holding of the shares in Fieldcontrol Limited. No other directors, except Mr Cowling, held any interests in the shares of the company, or any other company within the group, at any time during the year.

Mr Cowling is a director of the ultimate parent undertaking, Taylor Nelson Sofres plc and holds the following interests in Taylor Nelson Sofres plc:

<b>A Cowling</b>	<b>At 1 Jan 2001</b>	<b>Granted</b>	<b>Sold/ Exercised</b>	<b>At 31 Dec 2001</b>
	No.	No.	No.	No.
Ordinary shares	3,947,731	40,000	250,000	3,737,731
Savings related share options	1,687	1,973	-	3,660
Executive share option plan	-	80,000	-	80,000
Long-term incentive plan - share options	750,000	-	-	750,000

Brought forward balances have been restated (2000: Ordinary shares - 4,097,731; Savings related share options - 1,687; Long term incentive plan share options - 750,000).

#### Auditors

The auditors PricewaterhouseCoopers, have indicated their willingness to continue in office, and a resolution that they be re-appointed will be proposed at the annual general meeting.

**Fieldcontrol Limited**

**Directors' report (continued)**

**For the year ended 31 December 2001**

**Statement of directors' responsibilities**

Company law requires the directors to prepare financial statements for each financial year that 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.

The directors confirm that suitable accounting policies have been used and applied consistently. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the year ended 31 December 2001 and that applicable accounting standards have been followed.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements 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.

By order of the board

A handwritten signature in black ink, appearing to read 'J George', with a long, sweeping underline that extends to the left.

**J George**

Company Secretary  
Westgate, London W5 1UA  
18 March 2002

## **Fieldcontrol Limited**

### **Independent auditors' report to the members of Fieldcontrol Limited**

#### **For the year ended 31 December 2001**

We have audited the financial statements on pages 7 to 16, which have been prepared under the historical cost convention, and the accounting policies set out on pages 9 to 10.

#### **Respective responsibilities of directors and auditors**

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards are set out in the statement of directors' responsibilities set out on page 4.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards issued by the Auditing Practices Board.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

We read the other information contained in the annual report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. The other information comprises only the directors' report.

#### **Basis of audit opinion**

We conducted our audit in accordance with auditing standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

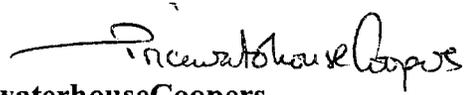
**Fieldcontrol Limited**

**Independent auditors' report to the members of Fieldcontrol Limited**

**For the year ended 31 December 2001**

**Opinion**

In our opinion the financial statements give a true and fair view of the state of the company's affairs at 31 December 2001 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



**PricewaterhouseCoopers**

Chartered Accountants and Registered Auditors

London

18 March 2002

## Fieldcontrol Limited

### Profit and loss account

For the year ended 31 December 2001

	Notes	2001	2000
		£000	£000
<b>Turnover - continuing operations</b>	2	1,322	2,041
Cost of sales		(891)	(1,442)
<b>Gross profit</b>		431	599
Administrative expenses		(617)	(492)
<b>Operating (loss)/profit - continuing operations</b>		(186)	107
Interest receivable and similar income		7	22
<b>(Loss)/profit on ordinary activities before taxation</b>	3	(179)	129
Taxation on (loss)/profit on ordinary activities	6	2	(39)
<b>(Loss)/profit for the financial year</b>		(177)	90
Accumulated Profit at 1 January		98	8
<b>Accumulated (loss)/profit at 31 December</b>		(79)	98

The company has no recognised gains and losses other than those included in the profit and loss account above and therefore no separate statement of total recognised gains and losses has been presented.

There is no difference between the profit or loss on ordinary activities before tax and the retained profit or loss for the year stated above and their historical cost equivalents.

There were no discontinued activities during the year (2000 - nil).

# Fieldcontrol Limited

## Balance sheet

For the year ended 31 December 2001

	Notes	2001 £000	2000 £000
<b>Fixed assets</b>			
Tangible fixed assets	7	<u>1</u>	<u>3</u>
<b>Current assets</b>			
Work in progress		-	1
Debtors	8	2,214	1,574
Cash at bank and in hand		<u>538</u>	<u>123</u>
		<b>2,752</b>	<b>1,698</b>
<b>Creditors:</b> amounts falling due within one year	9	<u>(2,732)</u>	<u>(1,503)</u>
<b>Net current assets</b>		<u>20</u>	<u>195</u>
<b>Net assets</b>		<u>21</u>	<u>198</u>
<b>Capital and reserves</b>			
Called up share capital	10	100	100
Profit and loss account	11	<u>(79)</u>	<u>98</u>
<b>Equity shareholders' funds</b>	11	<u>21</u>	<u>198</u>

The financial statements on pages 7 to 16 were approved by the board of directors on 18 March 2002 and were signed on its behalf by:



M H C Hopkins

Chairman

# Fieldcontrol Limited

## Notes to the financial statements

For the year ended 31 December 2001

### 1 Principal accounting policies

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom. A summary of the more important accounting policies, which have been applied consistently, is set out below.

#### *Basis of accounting*

The financial statements have been prepared under the historical cost convention.

#### *Cash flow statement*

The company satisfies the small company limits set out in the Companies Act 1985. Consequently, the company is exempt under the terms of Financial Reporting Standard No. 1 (revised) from publishing a cash flow statement.

#### *Income recognition*

Profits are recognised only on the completion of a project or, in the case of certain longer term or continuous projects, on the satisfactory completion of a specific phase of the project. Provision is made for losses as soon as they are identified.

#### *Tangible fixed assets*

Fixed assets are stated at original cost less accumulated depreciation. Depreciation is provided on all fixed assets at rates calculated to write off the cost less estimated residual value of each asset principally on a straight line basis over its expected useful life as follows:

Fixtures, fittings and computer equipment	3 - 10 years
Computer software and databases	5 years or remaining life if shorter
Leasehold improvements	10 years or period of lease if shorter

#### *Operating leases*

Rentals under operating leases are charged directly to the profit and loss account on a straight line basis over the lease term.

#### *Pension costs*

From January 1 1999 the company participated in a group defined contribution pension plan. Contributions are charged to the profit and loss account as they became payable in accordance with the rules of the plan.

# Fieldcontrol Limited

## Notes to the financial statements

For the year ended 31 December 2001

### Principal accounting policies (continued)

#### *Stocks and work-in-progress*

Stocks and work-in-progress are stated at the lower of cost and net realisable value. Cost includes direct costs incurred on behalf of the clients and an appropriate element of specifically attributable overheads.

### 2 Turnover

Turnover represents the total amounts invoiced by the company in respect of services to customers, primarily group companies, excluding Value Added Tax, and was all earned within the United Kingdom.

### 3 (Loss)/profit on ordinary activities before taxation

The (loss)/profit on ordinary activities before taxation is stated after charging:

	2001	2000
	£000	£000
Depreciation of owned fixed assets	2	5
Auditors' remuneration for audit services	-	3
Operating leases – land and buildings	15	15

Auditors' remuneration in respect of the year ended 31 December 2001 has been borne by fellow group undertaking Taylor Nelson Sofres Group Ltd.

# Fieldcontrol Limited

## Notes to the financial statements

For the year ended 31 December 2001

### 4 Employee information

The average number of employees (including executive directors) employed by the company during the year was as follows:

	2001	2000
	No.	No.
Marketing	12	13
Administration	3	3
	<u>15</u>	<u>16</u>

Employment costs comprised:	£'000	£000
Wages and salaries	279	281
Social security costs	26	25
Other pension costs	12	9
	<u>317</u>	<u>315</u>

### 5 Directors' emoluments

	2001	2000
	£000	£000
Aggregate emoluments	87	80
Contribution to money purchase pension schemes	5	2
	<u>92</u>	<u>82</u>

One director accrues benefits under the money purchase pension scheme (2000: 1)

**Fieldcontrol Limited**

**Notes to the financial statements**

**For the year ended 31 December 2001**

**6 Taxation on profit on ordinary activities**

	<b>2001</b>	2000
	£000	£000
<b>Taxation on (loss)/profit for the year</b>		
UK corporation tax (credit)/charge at 30% (2000: 30%)		
-current	-	<b>40</b>
-deferred		-
UK corporation tax relating to prior years		
- current	-	<b>(1)</b>
- deferred	<b>(2)</b>	-
	<u><b>(2)</b></u>	<u><b>39</b></u>

There is no un-provided deferred tax in the company (2000 - £nil).

Fieldcontrol Limited

Notes to the financial statements

For the year ended 31 December 2001

7 Tangible fixed assets

	Computer Equipment £000	Other Equipment £000	Total £000
<b>Cost</b>			
At 1 January 2001	32	27	59
Additions	-	-	-
<b>At 31 December 2001</b>	<b>32</b>	<b>27</b>	<b>59</b>
<b>Depreciation</b>			
At 1 January 2001	32	24	56
Charge for the year	-	2	2
<b>At 31 December 2001</b>	<b>32</b>	<b>26</b>	<b>58</b>
<b>Net book value</b>			
<b>At 31 December 2001</b>	<b>-</b>	<b>1</b>	<b>1</b>
At 31 December 2000	-	3	3

# Fieldcontrol Limited

## Notes to the financial statements

For the year ended 31 December 2001

### 8 Debtors

	2001	2000
	£000	£000
Trade debtors	184	252
Amounts due from group undertakings	2,027	1,321
Other debtors	3	-
Prepayments	-	1
	<u>2,214</u>	<u>1,574</u>

### 9 Creditors: Amounts falling due within one year

	2001	2000
	£000	£000
Payments on account	64	54
Amounts owed to group undertakings	2,582	1,340
Other creditors	4	-
Corporation tax	40	40
Other taxation and social security	40	-
Accruals and deferred income	2	69
	<u>2,732</u>	<u>1,503</u>

### 10 Called up share capital

	2001	2000
	£000	£000
<i>Authorised</i>		
100,000 ordinary shares of £1 each	<u>100</u>	<u>100</u>
<i>Allotted, called up and fully paid</i>		
100,000 ordinary shares of £1 each	<u>100</u>	<u>100</u>

# Fieldcontrol Limited

## Notes to the financial statements

For the year ended 31 December 2001

### 11 Reconciliation of movements in shareholders' funds

	2001	2000
	£000	£000
Opening shareholders' funds	198	108
(Loss)/profit for the financial year	(177)	90
Closing shareholders' funds	<u>21</u>	<u>198</u>

### 12 Financial commitments

Annual commitments under non-cancellable operating leases are as follows:

	Land and buildings	
	2001	2000
	£000	£000
<b>Operating leases which expire:</b>		
within two to five years	15	-
after five years	-	15
	<u>15</u>	<u>15</u>

### 13 Ultimate parent undertaking

The immediate parent undertaking is Opinion Research Ltd, which owns 70% of the company's share capital. The ultimate parent undertaking and ultimate controlling party is Taylor Nelson Sofres plc, which is registered in England and Wales.

Copies of the ultimate parent undertaking's financial statements are available from the Company Secretary, Taylor Nelson Sofres plc, Westgate, London W5 1UA.

# Fieldcontrol Limited

## Notes to the financial statements

For the year ended 31 December 2001

### 14 Related party transactions

The company leases its premises from MHC Hopkins, a director of the company. During the year rent of £15,000 (2000: £15,000) was paid under this lease agreement. In addition, there were fees for fieldwork services provided to the following companies:

	2001	2000
	£	£
Opinion Research Ltd	-	409,000
Taylor Nelson Sofres Group Ltd	328,596	804,000
Sofres SA	215,000	209,000

Intercompany net balances outstanding at the year end were as follows:

	2001	2000
	£	£
Opinion Research Ltd	(72,000)	(68,614)
Taylor Nelson Sofres Group Ltd	(560,000)	230,122
Sofres SA	76,000	123,163

The above transactions were undertaken at arm's length on normal commercial terms.

Direct tel: +44 (0) 208 967 4108  
Direct fax: +44 (0) 208 967 1334  
E-mail: [Judith.George@tnsofres.com](mailto:Judith.George@tnsofres.com)  
File Ref: 82-4668v

Securities and Exchange Commission  
Filing Desk  
Division of Corporation Finance  
Office of International Corporate Finance  
450 Fifth Street, N.W.,  
Washington, DC 20549  
United States  
**BY DHL**



22<sup>nd</sup> July 2002

Dear Sir/Madam

**Taylor Nelson Sofres plc: file no. 82-4668v**

In accordance with the requirements of 12g3-2b please find enclosed:-

Notification of Interests of Directors and Connected Persons

Antony Brian Cowling  
Michael Anthony Kirkham  
David Soutar Lowden

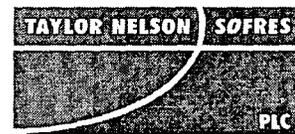
Please acknowledge safe receipt by date-stamping and returning a copy of this letter to me. My fax number is 44 020 8967 1334.

Yours faithfully

  
Judith George  
Assistant Company Secretary

Encls.

cc. Zafar Aziz, Bank of New York (London) – 020 7964 6028  
Robert Goad, Bank of New York (US)- 001 212 571 3051



Westgate London W5 1UA  
Direct tel: +44 (0) 208 967 4655  
Mobile: 07764 272333  
Direct fax: +44 (0) 208 967 1334  
E-mail: Judith.George@tnsofres.com

**FACSIMILE**

Date 3 July 2002

To London Stock Exchange  
Company Announcements Office -0207 588 6057

Pages 4

Copies Securities and Exchange Commission **by DHL**

Zafar Aziz, Bank of New York (London) - 0207 893 6028  
Steven Kim, Bank of New York (US) - 001 212 571 3050.

From **Judith George**

Dear Sirs

**Notification of Interests of Directors: Schedule 11**  
**AVS Nos : 662676; 554895; and 848299**

I attach three announcements 'Notification of Interests of Directors'. Prior to the announcement being made, I would be grateful if you could call me to confirm all announcements will be sent simultaneously.

Yours faithfully

Judith George  
Assistant Company Secretary

*"This fax is for the use of the person/company named above only. This fax is CONFIDENTIAL and may be LEGALLY PRIVILEGED. If you have received this fax in error, please (1) contact us immediately (2) destroy the faxed pages received and (3) ensure that their contents are not disclosed or used."*

## SCHEDULE 11

## NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

AVS NO

662676

All relevant boxes should be completed in block capital letters.

1. Name of company TAYLOR NELSON SOFRES plc		2. Name of director ANTONY BRIAN COWLING	
3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest		4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)  ANTONY BRIAN COWLING	
5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)  ANTONY BRIAN COWLING		6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary /non discretionary	
7. Number of shares/amount of stock acquired	8. Percentage of issued class	9. Number of shares/amount of stock disposed	10. Percentage of issued class
11. Class of security	12. Price per share	13. Date of transaction	14. Date company informed
15. Total holding following this notification		16. Total percentage holding of issued class following this notification	

If a director has been granted options by the company please complete the following boxes.

17. Date of grant 2 JULY 2002	18. Period during which or date on which exercisable 12 APRIL 2004
19. Total amount paid (if any) for grant of the option NIL	20. Description of shares or debentures involved: class, number 116,000 ORDINARY SHARES, 5 PENCE EACH
21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise NIL	22. Total number of shares or debentures over which options held following this notification 950,493
23. Any additional information THE GRANT IS THE FINAL ELEMENT OF COMPENSATION PAYABLE TO MR COWLING, IN RESPECT OF THE ALTERATION OF HIS TERMS OF EMPLOYMENT.	24. Name of contact and telephone number for queries  IAN PORTAL, GROUP COMPANY SECRETARY 020 8967 2196
25. Name and signature of authorised company official responsible for making this notification  Date of notification <u>5 July</u> 20 <u>02</u> <i>JUDITH GEORGE, ASSISTANT COMPANY SECRETARY</i>	

Company Announcements Office, Old Broad Street, London EC2N 1HP

Facsimile: 020 7588 6057, 020 7334 8964/8965/8966 (PLEASE DO NOT POST)

Enquiries: Company Monitoring; UK Listing Authority

## SCHEDULE 11

## NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

AVS NO

554895

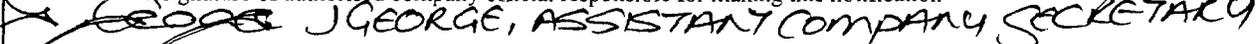
All relevant boxes should be completed in block capital letters.

1. Name of company TAYLOR NELSON SOFRES plc		2. Name of director MICHAEL ANTHONY KIRKHAM	
3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest		4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)  MICHAEL ANTHONY KIRKHAM	
5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)  MICHAEL ANTHONY KIRKHAM		6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary /non discretionary	
7. Number of shares/amount of stock acquired	8. Percentage of issued class	9. Number of shares/amount of stock disposed	10. Percentage of issued class
11. Class of security	12. Price per share	13. Date of transaction	14. Date company informed
15. Total holding following this notification		16. Total percentage holding of issued class following this notification	

If a director has been granted options by the company please complete the following boxes.

17. Date of grant 2 JULY 2002	18. Period during which or date on which exercisable 31 JULY 2005
19. Total amount paid (if any) for grant of the option NIL	20. Description of shares or debentures involved: class, number 300,000 ORDINARY SHARES, 5 PENCE EACH
21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise 184 PENCE PER SHARE	22. Total number of shares or debentures over which options held following this notification 1,257,725
23. Any additional information GRANT OF OPTIONS UNDER THE TAYLOR NELSON SOFRES 2001 EXECUTIVE PLAN.	24. Name of contact and telephone number for queries IAN PORTAL, GROUP COMPANY SECRETARY 020 8967 2196

25. Name and signature of authorised company official responsible for making this notification


 GEORGE J GEORGE, ASSISTANT COMPANY SECRETARY

Date of notification 5 July 2002

## SCHEDULE 11

## NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

AVS NO

848299

All relevant boxes should be completed in block capital letters.

1. Name of company TAYLOR NELSON SOFRES plc		2. Name of director DAVID SOUTAR LOWDEN	
3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest		4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)  DAVID SOUTAR LOWDEN	
5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)  DAVID SOUTAR LOWDEN		6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary /non discretionary	
7. Number of shares/amount of stock acquired	8. Percentage of issued class	9. Number of shares/amount of stock disposed	10. Percentage of issued class
11. Class of security	12. Price per share	13. Date of transaction	14. Date company informed
15. Total holding following this notification		16. Total percentage holding of issued class following this notification	

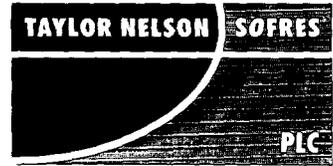
If a director has been granted options by the company please complete the following boxes.

17. Date of grant 2 JULY 2002	18. Period during which or date on which exercisable 31 JULY 2005
19. Total amount paid (if any) for grant of the option NIL	20. Description of shares or debentures involved: class, number 200,000 ORDINARY SHARES, 5 PENCE EACH
21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise 184 PENCE PER SHARE	22. Total number of shares or debentures over which options held following this notification 855,000
23. Any additional information GRANT OF OPTIONS UNDER THE TAYLOR NELSON SOFRES 2001 EXECUTIVE PLAN.	24. Name of contact and telephone number for queries  IAN PORTAL, GROUP COMPANY SECRETARY 020 8967 2196

25. Name and signature of authorised company official responsible for making this notification

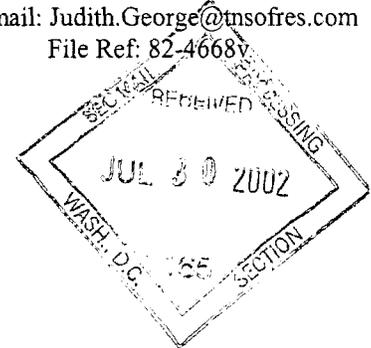
*J. George* J GEORGE, ASSISTANT COMPANY SECRETARY

Date of notification 2 July 2002



Direct tel: +44 (0) 208 967 4108  
Direct fax: +44 (0) 208 967 1334  
E-mail: Judith.George@tnsofres.com  
File Ref: 82-4668v

Securities and Exchange Commission  
Filing Desk  
Division of Corporation Finance  
Office of International Corporate Finance  
450 Fifth Street, N.W.,  
Washington, DC 20549  
United States  
**BY DHL**



18th July 2002

Dear Sir/Madam

**Taylor Nelson Sofres plc: file no. 82-4668v**

In accordance with the requirements of 12g3-2b please find enclosed:-

Notification of Interests of Directors and Connected Persons  
Antony Brian Cowling

Please acknowledge safe receipt by date-stamping and returning a copy of this letter to me. My fax number is 44 020 8967 1334.

Yours faithfully

  
Judith George  
Assistant Company Secretary

Encls.

cc. Zafar Aziz, Bank of New York (London) – 020 7964 6028  
Robert Goad, Bank of New York (US)- 001 212 571 3051

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1) Name of company  
Taylor Nelson Sofres plc

2) Name of director  
Antony Brian Cowling

3) Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest  
As per person named above.

4) Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)

5) Please state whether notification relates to a person(s) connected with the Director named in 2 above and identify the connected person(s)  
As per person named above.

6) Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary  
Sale of Ordinary shares in Taylor Nelson Sofres plc

7) Number of shares/amount of stock acquired  
Not applicable

8) Percentage of issued class  
Not applicable

9) Number of shares/amount of stock disposed  
200,000

10) Percentage of issued class  
0.05 percent

11) Class of security  
Ordinary

12) Price per share  
230p

13) Date of transaction  
Thursday 21<sup>st</sup> March 2002

14) Date company informed  
Friday 22<sup>nd</sup> March 2002

15) Total holding following this notification  
2,615,820

16) Total percentage holding of issued class following this notification  
0.67 percent

If a director has been granted options by the company please complete the following boxes

17) Date of grant

18) Period during which or date on which exercisable

19) Total amount paid (if any) for grant of the option

20) Description of shares or debentures involved: class, number

21) Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise

22) Total number of shares or debentures over which options held following this notification

23) Any additional information

24) Name of contact and telephone number for queries

25) Name and signature of authorised company official responsible for making this notification

Date of Notification.....