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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**

3<sup>rd</sup> December 2002

Dear Sir/Madam

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

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

- Form 88(2) Return of allotment of shares

Please acknowledge safe receipt by date-stamping and returning a copy of this letter to me. My fax number is 44 020 8967 1446.

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

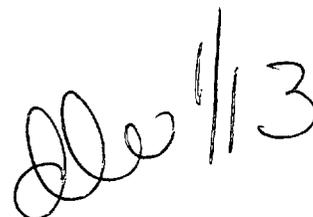


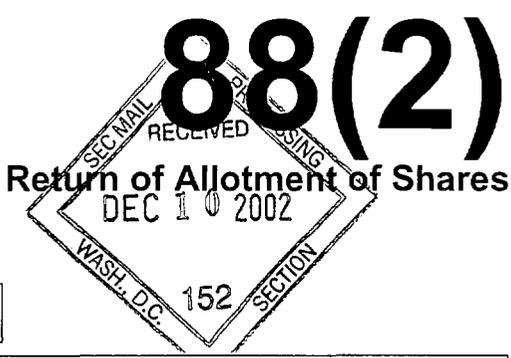
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THOMSON FINANCIAL

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**Return of Allotment of Shares**

Please complete in typescript, or in bold black capitals.  
CHWP000

Company Number

Company name in full

**Shares allotted (including bonus shares):**

Date or period during which shares were allotted  
(If shares were allotted on one date enter that date in the "from" box)

From			To		
Day	Month	Year	Day	Month	Year
1	2	1 1 2 0 0 2	1	9	1 1 2 0 0 2

Class of shares <i>(ordinary or preference etc)</i>	ORDINARY	ORDINARY	ORDINARY
Number allotted	15544	764	1214
Nominal value of each share	5 PENCE	5 PENCE	5 PENCE
Amount (if any) paid or due on each share <i>(including any share premium)</i>	38.17p	87p	135p

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

Consideration for which the shares were allotted  
*(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)*

**When you have completed and signed the form send it to the Registrar of Companies at:**

Companies House receipt date barcode  
**This form has been provided free of charge by Companies House.**

Companies House, Crown Way, Cardiff CF14 3UZ DX 33050 Cardiff  
For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB DX 235  
For companies registered in Scotland Edinburgh





# 88(2)

## Return of Allotment of Shares

Please complete in typescript, or in bold black capitals.

CHWP000

Company Number

912624

Company name in full

Taylor Nelson Sofres plc

### Shares allotted (including bonus shares):

Date or period during which shares were allotted <i>(If shares were allotted on one date enter that date in the "from" box)</i>	From			To												
	Day	Month	Year	Day	Month	Year										
	1	2	1	1	2	0	0	2	1	9	1	1	2	0	0	2

Class of shares <i>(ordinary or preference etc)</i>	ORDINARY		
Number allotted	433		
Nominal value of each share	5 PENCE		
Amount (if any) paid or due on each share <i>(including any share premium)</i>	171p		

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

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Consideration for which the shares were allotted

*(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)*


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For companies registered in England and Wales

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Edinburgh

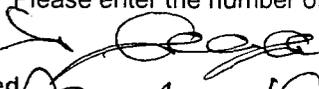
Companies House receipt date barcode

*This form has been provided free of charge by Companies House.*

**Names and addresses of the allottees** *(List joint share allotments consecutively)*

Shareholder details	Shares and share class allotted	
Name _____ NICK BATTINSON _____ Address Holly Cottage, 59 Breech Lane, Walton on the Hill, Surrey _____ _____ UK Postcode    K   T   2   0   7   S   J └┘└┘└┘└┘└┘└┘└┘	Class of shares allotted _____ ORDINARY _____ _____	Number allotted _____ 433 _____ _____
Name _____ _____ Address _____ _____ _____ UK Postcode    ┌ ┌ ┌ ┌ ┌ ┌ ┌ ┌	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ _____ Address _____ _____ _____ UK Postcode    ┌ ┌ ┌ ┌ ┌ ┌ ┌ ┌	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ _____ Address _____ _____ _____ UK Postcode    ┌ ┌ ┌ ┌ ┌ ┌ ┌ ┌	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ _____ Address _____ _____ _____ UK Postcode    ┌ ┌ ┌ ┌ ┌ ┌ ┌ ┌	Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____

Please enter the number of continuation sheets (if any) attached to this form

Signed   
 \_\_\_\_\_  
 Assistant/Company Secretary  
 A director / secretary / administrator / administrative receiver / receiver manager / receiver

Date 2 Dec 02

*Please delete as appropriate*

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

J. George, TNS plc	
Westgate, London	
W5 1UA	Tel 8967 4655
DX number	DX exchange