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OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

May 25, 2004

*Paul Dudrick*

**BY HAND**

U.S. Securities & Exchange Commission  
Division of Corporation Finance  
Office of International Corporate Finance  
450 Fifth Street, N.W.  
Washington, DC 20549



Re: *Lagardère Groupe S.C.A.*  
*12g3-2(b) Submission*  
*File No.: 82-3916*

Ladies & Gentlemen:

We are submitting the enclosed documentation on behalf of Lagardère Groupe S.C.A. (the "Company") in order for it to continue to maintain current information for its qualification to claim an exemption from the registration requirements of Section 12(g) of the Securities Exchange Act of 1934 (the "Exchange Act"), available to foreign private issuers pursuant to Rule 12g3-2(b) under the Exchange Act.

Specifically, the following is enclosed: the Company's May 25, 2004 press release regarding EDITIS.

We respectfully request that this submission be duly recorded. If you have any questions regarding this submission, or require additional information, please contact me at the above telephone number.

Please acknowledge receipt of this submission by stamping the enclosed copy of this letter and returning such copy to our waiting messenger.

**PROCESSED**

Sincerely,

MAY 27 2004

*B*

THOMSON  
FINANCIAL

Garth B. Thomas

cc: Mr. Alain LeMarchand  
Ms. Helene Martin  
Fred Marcusa, Esq.  
Ken Mason, Esq.

*dlw*  
*5/27*



## SALE OF EDITIS ASSETS

The expiration of the exclusivity period granted to Wendel Investissement by Lagardère, which was initially set at midnight, Tuesday, May 25, has been extended until the end of the Pentecost weekend.

It was deemed necessary to extend this period to allow detailed verification that all the conditions of a draft agreement for the transfer of the Editis assets for sale have been met.

Paris, May 25, 2004

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