

File No. 82-4668

TNS House
Westgate
London
W5 1UA

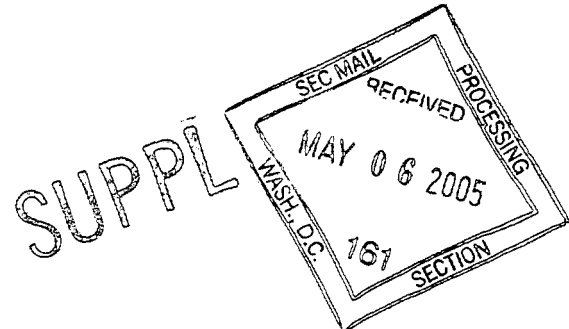
Tel ++44 208 967 1511
Fax+44 208 967 1446
Jackie.stevens@tns-global.com

Jackie Stevens
Assistant to the Company Secretariat

By Courier

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

4th May 2005



Dear Sir/Madam

Re: Taylor Nelson Sofres plc: file no 82-4668

In accordance with the requirements of rule 12-g3-2b please find enclosed the following for Taylor Nelson Sofres plc:

1. TNS Overseas Holdings (Delta) Limited – registered no. 3968944 – Form 363s Annual Return for period ended 5 April 2005.
2. Opinion Research Limited – registered no. 835544 – Form 363s Annual Return for period ended 5 April 2005.

I trust the above is in order, please do not hesitate to contact me should you have any queries.

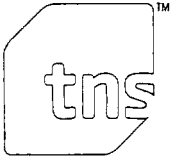
Please could you acknowledge receipt of this letter and the documents enclosed herewith, by stamping the enclosed copy of this letter and returning it to the Company in the enclosed self-addressed envelope.

Yours faithfully

Jackie Stevens

Enc.

PROCESSED
MAY 13 2005 E
THOMSON
FINANCIAL



TNS House
Westgate
London
W5 1UA

Tel ++44 208 967 1511
Fax+44 208 967 1446
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Assistant to the Company Secretariat

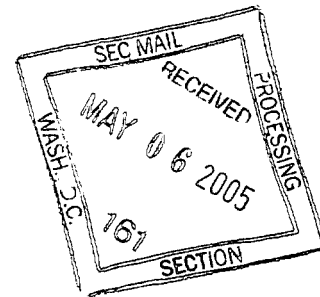
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4th May 2005

Dear Sir/Madam

Re: Taylor Nelson Sofres plc: file no 82-4668



In accordance with the requirements of rule 12-g3-2b please find enclosed the following for Taylor Nelson Sofres plc:

1. TNS Overseas Holdings (Delta) Limited – registered no. 3968944 – Form 363s Annual Return for period ended 5 April 2005.
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I trust the above is in order, please do not hesitate to contact me should you have any queries.

Please could you acknowledge receipt of this letter and the documents enclosed herewith, by stamping the enclosed copy of this letter and returning it to the Company in the enclosed self-addressed envelope.

Yours faithfully

Jackie Stevens

Enc.



Westgate
London
W5 1UA

t +44 208 967 2230
f +44 208 967 1446
sofia.bernsand@tns-global.com

Sofia Bernsand
Company Secretarial Assistant

The Registrar of Companies
Companies House
Crown Way
Maindy
Cardiff CF4 3UZ

VIA Securicor Diamond

3 May 2005

Dear Sir/Madam

TNS Overseas Holdings (Delta) Limited registered no. 3968944
Annual return for the period ended 5 April 2005

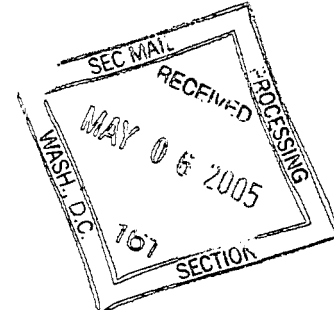
Opinion Research Limited registered no. 835544
Annual return for the period ended 6 April 2005

I enclose duly two completed and signed forms 363s annual return for the above-named companies together with a cheque for £60.00, being the filing fee due for the above companies.

Please acknowledge safe receipt by date stamping and returning the enclosed duplicate of this letter in enclosed stamped addressed envelope.

Yours faithfully

Sofia Bernsand
Company Secretarial Assistant



cc. 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

Company Name

TNS OVERSEAS HOLDINGS
(DELTA) LIMITED

363s Annual Return

Company Type

Private Company Limited By
Shares

Company Number

3968944

Information extracted from
Companies House records on
12th March 2005

- > Please check the details printed in blue on this statement.
- > If any details are wrong, strike them through and write the correct details in the "Amended details" column.
- > Please use black pen and write in capitals.

Section 1: Company details

Ref: 3968944/03/10

	Current details	Amended details																
<p>> Registered Office Address <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i></p>	<p>Tns House Westgate London W5 1UA</p>	<p>Address</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>UK Postcode _ _ _ _ _</p>																
<p>> Register of Members <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i></p>	<p>Address where the Register is held</p> <p>At Registered Office</p>	<p>Address</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>UK Postcode _ _ _ _ _</p>																
<p>> Register of Debenture Holders <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i></p>	<p>Not Applicable</p>	<p>Address</p> <p>_____</p> <p>_____</p> <p>_____</p> <p>UK Postcode _ _ _ _ _</p>																
<p>> Principal Business Activities <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i></p>	<table border="1"> <thead> <tr> <th>SIC Code</th> <th>Description</th> </tr> </thead> <tbody> <tr> <td>7415</td> <td>Holding companies incl head offices</td> </tr> </tbody> </table>	SIC Code	Description	7415	Holding companies incl head offices	<table border="1"> <thead> <tr> <th>SIC CODE</th> <th>Description</th> </tr> </thead> <tbody> <tr> <td>_____</td> <td>_____</td> </tr> <tr> <td>_____</td> <td>_____</td> </tr> <tr> <td>_____</td> <td>_____</td> </tr> <tr> <td>_____</td> <td>_____</td> </tr> <tr> <td>_____</td> <td>_____</td> </tr> </tbody> </table>	SIC CODE	Description	_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
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7415	Holding companies incl head offices																	
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_____	_____																	
_____	_____																	
<p>> <i>Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for list of activity codes.</i></p>																		

Current details**Amended details****> Company Secretary**

If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.

Particulars of a new Company Secretary must be notified on form 288a.

Name

Ian John PORTAL

Address

8 Shakespeare Road
Harpenden
Hertfordshire
AL5 5ND

Name

Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.

Address

UK Postcode _ _ _ _ _

Date of change _ _ / _ _ / _ _ _ _

Date Ian John PORTAL
ceased to be secretary (if applicable)

_ _ / _ _ / _ _ _ _

> Director

If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.

Particulars of a new Director must be notified on form 288a.

Name

Edward Frederick HOEFLING

Address

27 Newlyn Close
Bricket Wood
St. Albans
Hertfordshire
AL2 3UP

Name

Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.

Address**Date of birth** 17/07/1952**Nationality** British**Occupation** Corporate Treasurer

UK Postcode _ _ _ _ _

Date of birth _ _ / _ _ / _ _ _ _

Nationality _____

Occupation _____

Date of change _ _ / _ _ / _ _ _ _

Date Edward Frederick HOEFLING
ceased to be director (if applicable)

_ _ / _ _ / _ _ _ _

> **Director**
If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.

Particulars of a new Director must be notified on form 288a.

Current details

Name
David PARRY

Address
63 Kestrel Way
Aylesbury
Buckinghamshire
HP19 0GH

Date of birth 25/01/1964

Nationality British

Occupation Accountant

Amended details

Name

Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.

Address

UK Postcode _ _ _ _ _

Date of birth _ _ / _ _ / _ _ _ _

Nationality _____

Occupation _____

Date of change _ _ / _ _ / _ _ _ _

Date David PARRY ceased to be director (if applicable)

 _ _ / _ _ / _ _ _ _

> **Director**
If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.

Particulars of a new Director must be notified on form 288a.

Name
Paul Simon Kent WRIGHT

Address
Less Rigg
Green North Road Jordans
Beaconsfield
Buckinghamshire
HP9 2SX

Date of birth 02/12/1957

Nationality British

Occupation Solicitor

Name

Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.

Address

UK Postcode _ _ _ _ _

Date of birth _ _ / _ _ / _ _ _ _

Nationality _____

Occupation _____

Date of change _ _ / _ _ / _ _ _ _

Date Paul Simon Kent WRIGHT ceased to be director (if applicable)

 _ _ / _ _ / _ _ _ _

Current details**Amended details****> Issued Share Capital**

This table shows the total number of shares that have been issued by your company and their Nominal Value. If any of the details are wrong, please fill in the correct details.

Class of share

Ordinary

Nominal value of each share

£1.00

Number of shares issued

1

Aggregate Nominal Value of issued shares

£1.00

Class of share

Nominal value of each share

Number of shares issued

Aggregate Nominal Value of issued shares

> Total shares issued and value

If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.

Total number of shares issued

1

Total Nominal value of shares issued

£1.00

Total number of shares issued

Total Nominal value of shares issued

> At the date of this Annual Return, if the company has altered or changed its share capital in any way or allotted new shares, please refer to the guidance notes for details of the appropriate form that should be sent with this Annual Return. Annual return guidance notes are available on the Companies House web site at www.companieshouse.gov.uk or by ringing 0870 333636.

- > The details we hold on your company's shareholders and their shareholdings are printed below. These are based on your last Annual Return.
- > If any details have changed, or if any shares have been transferred, please fill in the details in the "Amended details" or "Shares transferred" column.
- > Please give details of any other shareholders in Section 5.

Current details	Amended details	Shares transferred																	
<p>> Shareholder Name TAYLOR NELSON SOFRES PLC</p> <p>Address West Gate London W5 1UA</p> <p>Shares held Class Ordinary</p>	<p>Name _____</p> <p>Address _____ _____ _____</p> <p>UK Postcode </p> <table style="width: 100%; border-collapse: collapse;"> <tr> <th colspan="2" style="text-align: left; border-bottom: 1px solid black;">Shares held</th> </tr> <tr> <th style="text-align: left; border-bottom: 1px solid black;">Class</th> <th style="text-align: right; border-bottom: 1px solid black;">Number</th> </tr> <tr> <td style="border-bottom: 1px solid black;"> </td> <td style="text-align: right; border-bottom: 1px solid black;"> </td> </tr> <tr> <td style="border-bottom: 1px solid black;"> </td> <td style="text-align: right; border-bottom: 1px solid black;"> </td> </tr> </table>	Shares held		Class	Number					<p>Shares transferred by TAYLOR NELSON SOFRES PLC</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; border-bottom: 1px solid black;">Class</th> <th style="text-align: right; border-bottom: 1px solid black;">Number</th> <th style="text-align: left; border-bottom: 1px solid black;">Date of transfer</th> </tr> </thead> <tbody> <tr> <td style="border-bottom: 1px solid black;"> </td> <td style="text-align: right; border-bottom: 1px solid black;"> </td> <td style="text-align: left; border-bottom: 1px solid black;"> / / </td> </tr> <tr> <td style="border-bottom: 1px solid black;"> </td> <td style="text-align: right; border-bottom: 1px solid black;"> </td> <td style="text-align: left; border-bottom: 1px solid black;"> / / </td> </tr> </tbody> </table>	Class	Number	Date of transfer			/ /			/ /
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the company at the date of this return, but whose details are not printed in Section 4.

- > Also, provide the details of any persons who became but have ceased to be shareholders of the company since the date of the last annual return.
- > For jointly held shares please list those joint shareholders consecutively on the form. If a joint shareholder also holds shares in their own right, list that holding separately.
- > Please copy this page if there is not enough space to enter all the company's other shareholders.

Shareholders details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred (If appropriate)	Date of registration of transfer (If appropriate)
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			



- > When you have checked all the sections of this form, please complete this page and sign the declaration below.
- > If you want to change the made up date of this annual return, please complete 2 below.

1. Declaration

- I confirm that the details in this annual return are correct as at the made-up-date (shown at 2 below). I enclose the filing fee of £30.

Signature

[Handwritten Signature]
(Director / Secretary)

Date

01, 05, 2005

This date must not be earlier than the return date at 2 below

What to do now

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below.

2. Date of this return

- This AR is made up to 5/4/2005 If you are making this return up to an earlier date, please give the date here

__ / __ / ____

Note: The form must be delivered to CH within 28 days of this date

3. Date of next return

- If you wish to change your next return to a date earlier than **5th April 2006** please give the new date here:

__ / __ / ____

4. Where to send this form

- Please return this form to:

Registrar of Companies
Companies House
Crown Way
Cardiff CF14 3UZ

OR

For members of the Hays Document
Exchange service
DX 33050 Cardiff

Have you enclosed the filing fee with the company number written on the reverse of the cheque?

Contact Address

You do not have to give any contact information below, but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Contact Name

Sofia Bernsand

Telephone number *inc code*

0208 9672230

Address

TNS HOUSE
Westgate
LONDON

DX number *if applicable*

DX exchange

Postcode

W5 1UA



Companies House

for the record

Company Name

OPINION RESEARCH LIMITED

363s Annual Return

- > Please check the details printed in blue on this statement.
- > If any details are wrong, strike them through and write the correct details in the "Amended details" column.
- > Please use black pen and write in capitals.

Company Type

Private Company Limited By Shares

Company Number

835544

Information extracted from Companies House records on 12th March 2005

Section 1: Company details

Ref: 835544/03/10

	Current details	Amended details																
> Registered Office Address <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	Tns House Westgate London W5 1UA	Address _____ _____ _____ UK Postcode _ _ _ _ _																
> Register of Members <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.</i>	Address where the Register is held At Registered Office	Address _____ _____ _____ UK Postcode _ _ _ _ _																
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> Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for list of activity codes.																		

	Current details	Amended details
<p>> Company Secretary <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</i></p> <p><i>Particulars of a new Company Secretary must be notified on form 288a.</i></p>	<p>Name Ian John PORTAL</p> <p>Address 8 Shakespeare Road Harpenden Hertfordshire AL5 5ND</p>	<p>Name _____</p> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p>Address _____ _____ _____</p> <p>UK Postcode _ _ _ _ _ _ _ _ Date of change _ _ / _ _ / _ _ _ _ Date Ian John PORTAL ceased to be secretary (if applicable) _ _ / _ _ / _ _ _ _</p>
<p>> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.</i></p> <p><i>Particulars of a new Director must be notified on form 288a.</i></p>	<p>Name David PARRY</p> <p>Address 63 Kestrel Way Aylesbury Buckinghamshire HP19 0GH</p> <p>Date of birth 25/01/1964</p> <p>Nationality British</p> <p>Occupation Accountant</p>	<p>Name _____</p> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.</p> <p>Address _____ _____ _____</p> <p>UK Postcode _ _ _ _ _ _ _ _ Date of birth _ _ / _ _ / _ _ _ _ Nationality _____ Occupation _____</p> <p>Date of change _ _ / _ _ / _ _ _ _ Date David PARRY ceased to be director (if applicable) _ _ / _ _ / _ _ _ _</p>

Current details**Amended details****> Director**

If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.

Particulars of a new Director must be notified on form 288a.

Name

Paul Simon Kent WRIGHT

Address

Less Rigg
Green North Road Jordans
Beaconsfield
Buckinghamshire
HP9 2SX

Date of birth 02/12/1957**Nationality** British**Occupation** Solicitor**Name**

Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985.

Address

UK Postcode _ _ _ _ _**Date of birth** _ _ / _ _ / _ _ _ _**Nationality** _____**Occupation** _____**Date of change** _ _ / _ _ / _ _ _ _

Date Paul Simon Kent WRIGHT ceased to be director (if applicable)

 _ _ / _ _ / _ _ _ _

Current details**Amended details****> Issued Share Capital**

This table shows the total number of shares that have been issued by your company and their Nominal Value. If any of the details are wrong, please fill in the correct details.

Class of share

Ordinary

Class of share

Nominal value of each share

£1.00

Nominal value of each share

Number of shares issued

100

Number of shares issued

Aggregate Nominal Value of issued shares

£100.00

Aggregate Nominal Value of issued shares

> Total shares issued and value

If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.

Total number of shares issued

100

Total number of shares issued

Total Nominal value of shares issued

£100.00

Total Nominal value of shares issued

> At the date of this Annual Return, if the company has altered or changed its share capital in any way or allotted new shares, please refer to the guidance notes for details of the appropriate form that should be sent with this Annual Return. Annual return guidance notes are available on the Companies House web site at www.companieshouse.gov.uk or by ringing 0870 3333636.

Section 4: Details of Shareholders

- > The details we hold on your company's shareholders and their shareholdings are printed below. These are based on your last Annual Return.
- > If any details have changed, or if any shares have been transferred, please fill in the details in the "Amended details" or "Shares transferred" column.
- > Please give details of any other shareholders in Section 5.

Current details		Amended details		Shares transferred														
<p>> Shareholder Name TAYLOR NELSON SOFRES PLC</p> <p>Address Tns House Westgate London W5 1UA</p> <p>Shares held Class Ordinary</p>	<p>Number 100</p>	<p>Name</p> <hr/> <p>Address</p> <hr/> <hr/> <p>UK Postcode _ _ _ _ _</p> <p>Shares held</p> <table border="0"> <tr> <td style="border-bottom: 1px solid black;"><i>Class</i></td> <td style="border-bottom: 1px solid black;"><i>Number</i></td> </tr> <tr> <td style="border-bottom: 1px solid black;"></td> <td style="border-bottom: 1px solid black;"></td> </tr> <tr> <td style="border-bottom: 1px solid black;"></td> <td style="border-bottom: 1px solid black;"></td> </tr> </table>	<i>Class</i>	<i>Number</i>					<p>Shares transferred by TAYLOR NELSON SOFRES PLC</p> <table border="0"> <tr> <td style="border-bottom: 1px solid black;"><i>Class</i></td> <td style="border-bottom: 1px solid black;"><i>Number</i></td> <td style="border-bottom: 1px solid black;"><i>Date of transfer</i></td> </tr> <tr> <td style="border-bottom: 1px solid black;"></td> <td style="border-bottom: 1px solid black;"></td> <td style="border-bottom: 1px solid black;">_/_/___/_____</td> </tr> <tr> <td style="border-bottom: 1px solid black;"></td> <td style="border-bottom: 1px solid black;"></td> <td style="border-bottom: 1px solid black;">_/_/___/_____</td> </tr> </table>	<i>Class</i>	<i>Number</i>	<i>Date of transfer</i>			_/_/___/_____			_/_/___/_____
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<i>Class</i>	<i>Number</i>	<i>Date of transfer</i>																
		//___/_____																
		//___/_____																

Section 9: Details of Other Shareholders

- > Please fill in details of any persons or corporate bodies who are shareholders of the company at the date of this return, but whose details are not printed in Section 4.
- > Also, provide the details of any persons who became but have ceased to be shareholders of the company since the date of the last annual return.
- > For jointly held shares please list those joint shareholders consecutively on the form. If a joint shareholder also holds shares in their own right, list that holding separately.
- > Please copy this page if there is not enough space to enter all the company's other shareholders.

Shareholders details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred (If appropriate)	Date of registration of transfer (If appropriate)
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _			

363s Annual Return Declaration



Companies House
for the record

- > When you have checked all the sections of this form, please complete this page and sign the declaration below.
- > If you want to change the made up date of this annual return, please complete 2 below.

1. Declaration

I confirm that the details in this annual return are correct as at the made-up-date (shown at 2 below). I enclose the filing fee of £30.

Signature

[Handwritten Signature]

(Director / Secretary)

Date

01, 05, 2005

This date must not be earlier than the return date at 2 below

What to do now

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below.

2. Date of this return

This AR is made up to
6/4/2005

If you are making this return up to an earlier date, please give the date here

__ / __ / ____

Note: The form must be delivered to CH within 28 days of this date

3. Date of next return

If you wish to change your next return to a date earlier than 6th April 2006 please give the new date here:

__ / __ / ____

4. Where to send this form

Please return this form to:

Registrar of Companies
Companies House
Crown Way
Cardiff CF14 3UZ

OR

For members of the Hays Document
Exchange service
DX 33050 Cardiff

Have you enclosed the filing fee with the company number written on the reverse of the cheque?

Contact Address

You do not have to give any contact information below, but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Contact Name

Sofia Bernsand

Telephone number inc code

0208 9672230

Address

TNS House
Westgate
London

DX number if applicable

DX exchange

Postcode

W5 1UA