

## **Dividend Reinvestment Plan Reed Elsevier N.V.**

With reference to the dividend announcement concerning the interim dividend 2009 of Reed Elsevier N.V. ("Reed Elsevier"), following consultation with Reed Elsevier, ABN AMRO Bank N.V. trading under the name RBS ("RBS") hereby announces that it will provide a dividend reinvestment plan for the ordinary shares of EUR 0.07 nominal value each (the "Shares") in the capital of Reed Elsevier (the "Plan"). The Plan will enable shareholders to reinvest their dividend of EUR 0.09095 net per Share.

The Plan as provided by RBS will only be available to those shareholders who (i) are holding their entitlements through an admitted institution of Euronext Amsterdam by NYSE Euronext (the "Admitted Institution") and (iii) are holders of Shares on 7 August 2009, after close of business ("Record Date").

In order to be eligible for such reinvestment, shareholders must instruct their bank or broker before close of trading on Euronext Amsterdam by NYSE Euronext ("Euronext Amsterdam") on 19 August 2009 (3.00 pm CET) to deliver their dividend rights for reinvestment to RBS. NB: Some banks may use a procedure whereby the net dividend will be automatically reinvested, unless the Shareholder instructs otherwise. Please refer for this purpose also to "Important Information for Shareholders".

Based on the dividend rights received on 19 August 2009, RBS (3.00 pm CET) will make purchases of existing Shares through the stock exchange of Euronext Amsterdam. These purchases will be made in several batches depending on the liquidity on Euronext Amsterdam and at prices available at the time.

In order to allocate the purchased Shares to holders an exchange ratio will be fixed for the Shares, such that the value of the purchased Shares will be approximately 0.5% lower than the value of the (net) cash dividend in order to cover fees and expenses of the Admitted Institutions and RBS in connection with the Plan.

Determination of the exchange ratio will be based on the daily volume weighted average price (less auction/less off exchange trades) of the Shares during the period of 20 August 2009 up to and including 24 August, 2009 taking the 0.5% deduction into account.

The fixed exchange ratio for the Shares will be announced to the Admitted Institutions (via email) on 25 August 2009. Delivery of the purchased Shares, with settlement of fractions in cash, if required, will take place from 28 August 2009. There will be no trading on Euronext Amsterdam in dividend rights.

### **Timetable**

The calendar is as follows:

<i>5 August 2009:</i>	<i>Ex-dividend quotation</i>
<i>7 August 2009, after close of business:</i>	<i>Record Date</i>
<i>6 August 2009 – 19 August 2009 (3.00 pm CET):</i>	<i>Period for instructions concerning dividend reinvestment / delivery dividend rights</i>
<i>20 August 2009 – 24 August 2009:</i>	<i>Determination of Exchange Ratio</i>
<i>25 August 2009:</i>	<i>Publication of the Exchange Ratio</i>
<i>As of 28 August 2009:</i>	<i>Delivery Shares as a result of dividend reinvestment</i>

### **Important information for shareholders**

Banks or brokers may or may not operate a default mechanism that automatically elects to reinvest the cash dividend in shares, unless such holder chooses differently. Shareholders are therefore advised to contact their bank or stockbroker before 19 August 2009 (3.00 pm CET) to assess if such a default system is in place or not and to discuss what action they should take. Banks or brokers may or may not operate a default mechanism that automatically elects to reinvest the cash dividend in shares, unless such holder chooses differently. Shareholders are therefore advised to contact their bank or stockbroker to assess if such a default system is in place or not and to discuss what action they should take. Furthermore holders of Shares should note that their net dividend of EUR 0.09095 and not the gross dividend of EUR 0.107 per Share will be reinvested, if elected to participate in the Plan. Tax consequences of participation in the Plan

may vary dependent upon the tax residence of the shareholder and class of shares held. When in doubt as to tax consequences of participation in the plan, you should consult a tax advisor.

By electing to participate in the Plan, each shareholder undertakes, represents and warrants to RBS via its bank or broker that:

1. the decision to take part in the Plan is its responsibility, and any acquisition of Shares under the Plan will be for its own risk and account;
2. the acquisition will be made at prevailing market prices which may be higher than the price at the moment if elected to participate in the Plan and accordingly, such shareholder may receive fewer Shares than if he had at that time themselves reinvested the cash dividend received;
3. it is responsible, and RBS shall not be liable, for paying any taxes in connection with its participation in the Plan;
4. RBS does not accept any responsibility or liability in connection with a fluctuation in the price of the Shares nor for any loss or damage incurred in connection therewith;
5. it is not prevented from participating in the Plan by applicable laws; and
6. RBS may suspend or terminate the Plan at any time, which will not affect the termination of initiated transactions.

In your jurisdiction, participation in the Plan may be restricted by law and you should inform yourself about and observe any such restrictions. Any failure to comply with such restrictions may constitute a violation of the securities' laws of any such jurisdiction and RBS does not assume any responsibility or liability for any violation by anyone whomsoever.

#### **Admitted Institutions**

In order to enable holders to participate in principle without costs in the Plan, the Admitted Institutions will receive a commission via RBS. The Admitted Institutions are therefore requested to inform their clients holding Shares about the Plan.

Amsterdam, 31 July 2009

ABN AMRO Bank N.V., trading under the name RBS