

**Members of the Supervisory Board of Reed Elsevier NV**

**Anticipated Dates of Retirement**

Under the articles of association of Reed Elsevier NV, members of the Supervisory Board are appointed for a three-year term, with the possibility of re-appointment and shall retire periodically in accordance with a rotation plan drawn up by the Combined Board. They shall retire no later than three years after appointment. As a general rule, members of the Supervisory Board serve for two three-year terms. Their nomination for re-appointment for a new term is subject to continued good performance which is evaluated annually by the Boards, based on the recommendations of the Nominations Committee. The Nominations Committee may recommend that individual directors serve up to one additional three-year term. This is within the maximum stipulated in best practice provision III.3.5 of the Dutch Code.

Notwithstanding these provisions in the articles of association, all members of the Supervisory Board will seek annual re-appointment at the Annual General Meeting to be held in April 2011. Annual re-appointment will not affect the term of their three year appointment. In accordance with the New UK Corporate Governance Code issued in May 2010, all directors of Reed Elsevier PLC will submit themselves for re-appointment each year commencing from the date of the Annual General Shareholder’s Meeting to be held in April 2011. In order to align the arrangements regarding appointment for the boards of both Reed Elsevier NV and Reed Elsevier PLC, members of the Supervisory Board will also seek annual re-appointment. Annual re-appointment will not affect the term of their three year appointment. Assuming that members of the Supervisory Board are nominated and re-appointed each year and would serve their three year term of appointment, their expected dates of retirement are as follows:

<b>Name</b>	<b>Date of Birth</b>	<b>First Appointment</b>	<b>Anticipated date of Retirement</b>
Mark Elliott	21-05-1949	2003	AGM 2012
Anthony Habgood	08-11-1946	2009	AGM 2012
Lisa Hook	28-02-1958	2006	AGM 2012
Marika van Lier Lels*	19-10-1959	2010	AGM 2013
Robert Polet	25-07-1955	2007	AGM 2013
David Reid	05-02-1947	2003	AGM 2012
Lord Sharman of Redlynch	19-02-1943	2002	AGM 2011
Ben van der Veer	24-03-1951	2009	AGM 2012

\* member only of the Supervisory Board of Reed Elsevier NV