COMPANY OVERVIEW

Reed Elsevier provides information services across a range of business sectors. The principle sectors comprise legal, scientific, business related data analytics and market intelligence. Reed also has a significant events business.

MEETING SPECIFIC INFORMATION

Quorum requirements and voting majorities
No quorum required for ordinary resolutions at this meeting. Resolutions under ordinary business are approved by simple majority of the votes cast.

PROPOSALS

<table>
<thead>
<tr>
<th>PROPOSAL</th>
<th>ADVICE</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Opening of the Meeting</td>
<td>Non-Voting</td>
</tr>
<tr>
<td>2 Elect Suzanne Wood</td>
<td>For</td>
</tr>
<tr>
<td>3 Closing of the Meeting</td>
<td>Non-Voting</td>
</tr>
</tbody>
</table>
BOARD AND COMMITTEE COMPOSITION (post-Meeting)

BOARD CHANGES

Ms Suzanne Wood is standing for appointment for the first time as a non-executive director at the upcoming EGM.

<table>
<thead>
<tr>
<th>DIRECTOR</th>
<th>GENDER</th>
<th>INDEPENDENT BY PIRC</th>
<th>COMPANY</th>
<th>BOARD</th>
<th>AC</th>
<th>RC</th>
<th>NC</th>
<th>TENURE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Erik Engstrom</td>
<td>M</td>
<td>No</td>
<td>No</td>
<td>CEO</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>13</td>
</tr>
<tr>
<td>Anthony Habgood</td>
<td>M</td>
<td>Yes</td>
<td>Yes</td>
<td>Ch</td>
<td>-</td>
<td>M</td>
<td>C</td>
<td>8</td>
</tr>
<tr>
<td>Wolfhart Hauser</td>
<td>M</td>
<td>Yes</td>
<td>Yes</td>
<td>SID</td>
<td>-</td>
<td>C</td>
<td>M</td>
<td>4</td>
</tr>
<tr>
<td>Nick Luff</td>
<td>M</td>
<td>No</td>
<td>No</td>
<td>Exec</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>3</td>
</tr>
<tr>
<td>Robert MacLeod</td>
<td>M</td>
<td>Yes</td>
<td>Yes</td>
<td>NED</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>1</td>
</tr>
<tr>
<td>Carol Mills</td>
<td>F</td>
<td>Yes</td>
<td>Yes</td>
<td>NED</td>
<td>M</td>
<td>M</td>
<td>-</td>
<td>6</td>
</tr>
<tr>
<td>Adrian Hennah</td>
<td>M</td>
<td>Yes</td>
<td>Yes</td>
<td>NED</td>
<td>M</td>
<td>M</td>
<td>-</td>
<td>6</td>
</tr>
<tr>
<td>Marike van Lier Lels</td>
<td>F</td>
<td>No</td>
<td>No</td>
<td>NED</td>
<td>M</td>
<td>-</td>
<td>-</td>
<td>7</td>
</tr>
<tr>
<td>Linda S. Sanford</td>
<td>F</td>
<td>Yes</td>
<td>Yes</td>
<td>NED</td>
<td>M</td>
<td>-</td>
<td>-</td>
<td>4</td>
</tr>
<tr>
<td>Ben van der Veer</td>
<td>M</td>
<td>Yes</td>
<td>Yes</td>
<td>NED</td>
<td>C</td>
<td>-</td>
<td>M</td>
<td>8</td>
</tr>
<tr>
<td>Suzanne Wood</td>
<td>F</td>
<td>Yes</td>
<td>Yes</td>
<td>NED</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>&lt;1</td>
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</tbody>
</table>

Number of Meetings

Number of NED only Meetings

PIRC assesses a non-executive director’s independence according to PIRC’s shareholder guidelines. Comments represent PIRC’s analysis based on information in the report and accounts. AC = Audit Committee, RC = Remuneration Committee, NC = Nomination Committee, C = Chairperson of Committee, M = Member of Committee.

BOARD OF DIRECTORS (post-Meeting)

ERIK ENGSTROM

<table>
<thead>
<tr>
<th>AGE</th>
<th>TENURE</th>
<th>COMMITTEES</th>
<th>CHIEF EXECUTIVE</th>
</tr>
</thead>
<tbody>
<tr>
<td>53</td>
<td>13 Years</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>OTHER POSITION</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

INDEPENDENT BY PIRC |
| N |

COMMENT |
| Chief Executive Officer. |

ANTHONY HABGOOD

<table>
<thead>
<tr>
<th>AGE</th>
<th>TENURE</th>
<th>COMMITTEES</th>
<th>CHAIRMAN (NON EXECUTIVE)</th>
</tr>
</thead>
<tbody>
<tr>
<td>70</td>
<td>8 Years</td>
<td>R,N*</td>
<td></td>
</tr>
<tr>
<td>OTHER POSITION</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Court of the Bank of England [Ch]; Preqin Holding Ltd [Ch]; ex-Bunzl plc [CE, Ch]; ex-Geest plc [NED]; ex-Marks and Spencer plc [NED]; ex-Molnycke Healthcare Limited [Ch]; ex-National Westminster Bank plc [NED]; ex-Nowrich Research Partners [Ch]; ex-Oxford University [Visiting Fellow]; ex-Powergen plc [NED]; ex-SVG Capital plc [NED]; ex-The Boston Consulting Group Inc [Dir]; ex-Tootal Group plc [CE]; ex-Whitbread plc [Ch]</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

INDEPENDENT BY PIRC | Y |

INDEPENDENT BY COMPANY | Y |
<table>
<thead>
<tr>
<th>Name</th>
<th>Position</th>
<th>Age</th>
<th>Tenure</th>
<th>Committees</th>
<th>Other Positions</th>
<th>Independent by PIRC</th>
<th>Independent by Company</th>
<th>Comment</th>
</tr>
</thead>
<tbody>
<tr>
<td>WOLFHART HAUSER</td>
<td>Senior Independent</td>
<td>67</td>
<td>4 Years</td>
<td>R*,N</td>
<td>British Foods plc [NED]; FirstGroup plc [Ch]; ex-Dragenopharm GmbH &amp; Co AG [Ch]; ex-Intertek Group plc [CE]; ex-Logica Plc [NED]; ex-TÜV Product Service GmbH [CE]; ex-TÜV Süddeutschland [CE]</td>
<td>Y</td>
<td>Y</td>
<td>Appointed as Senior Independent Director on 20 April 2016.</td>
</tr>
<tr>
<td>NICK LUFF</td>
<td>Executive Director</td>
<td>49</td>
<td>3 Years</td>
<td>None</td>
<td>Lloyds Banking Group plc [NED]; ex-Aerospace and Security services company [NED]; ex-Centrica plc [CFO]; ex-P&amp;O [FD]; ex-QinetiQ Group plc [NED]; ex-Royal P&amp;O Nedlloyd NV [NED]; ex-The defence [NED]</td>
<td>N</td>
<td>N</td>
<td>CFO appointed on 1 September 2014.</td>
</tr>
<tr>
<td>ROBERT MACLEOD</td>
<td>Non-Executive Director</td>
<td>52</td>
<td>1 Year</td>
<td>None</td>
<td>Johnson Matthey Plc [CEO]; ex-Aggreko plc [NED]; ex-Enterprise Oil plc [Exec]; ex-WS Atkins plc [FD]</td>
<td>Y</td>
<td>Y</td>
<td></td>
</tr>
<tr>
<td>CAROL MILLS</td>
<td>Non-Executive Director</td>
<td>63</td>
<td>1 Year</td>
<td>A,R</td>
<td>Xactly Corporation [Ch]; Zynga Inc [NED]; ex-Adobe Systems [NED]; ex-Alaska Communications [NED]; ex-Blue Coat Systems [NED]; ex-Hewlett-Packard [Exec]; ex-Ingram Micro [NED]; ex-Juniper Networks [Exec]; ex-Teklec Corporation [NED]; ex-WhiteHat Security [NED]</td>
<td>Y</td>
<td>Y</td>
<td></td>
</tr>
<tr>
<td>ADRIAN HENNAH</td>
<td>Non-Executive Director</td>
<td>59</td>
<td>6 Years</td>
<td>A</td>
<td>Reckitt Benckiser Group plc [CFO]; ex-GlaxoSmithKline [Various]; ex-Indivior PLC. [NED]; ex-Invensys plc [CFO]; ex-Smith &amp; Nephew plc [CFO]</td>
<td>Y</td>
<td>Y</td>
<td></td>
</tr>
<tr>
<td>MARIKE VAN LIER LEELS</td>
<td>Non-Executive Director</td>
<td>57</td>
<td>7 Years</td>
<td>A</td>
<td>Aegon Association [Exec]; Boards of TKH Group NV [NED]; Eneco Holding NV [NED]; ex-Deutsche Post Euro Express [Exec]; ex-KPN NV [NED]; ex-Maersk BV [NED]; ex-Nedlloyd [Exec]; ex-Royal Imtech NV [NED]; ex-Schiphol Group [COO]; ex-USG People [NED]</td>
<td>N</td>
<td>N</td>
<td>Not considered to be independent as she was appointed as part of the agreement with Relx Group plc. Relx NV may nominate for appointment to the Board up to two Non-Executive Directors who are not appointed to the Boards of either Relx PLC or Relx Group plc.</td>
</tr>
</tbody>
</table>
### BOARD COMPOSITION

#### BOARD COMPOSITION FOLLOWING THE EGM

<table>
<thead>
<tr>
<th></th>
<th>Number</th>
<th>% of Board</th>
<th>FTSE EUROFIRST MEAN</th>
</tr>
</thead>
<tbody>
<tr>
<td>Executive Director</td>
<td>2</td>
<td>18.18</td>
<td>1.5</td>
</tr>
<tr>
<td>Independent NEDs</td>
<td>8</td>
<td>72.73</td>
<td>5.0</td>
</tr>
<tr>
<td>Connected NEDs</td>
<td>1</td>
<td>9.09</td>
<td>4.2</td>
</tr>
<tr>
<td>Other</td>
<td>0</td>
<td>0.0</td>
<td>1.8</td>
</tr>
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</table>

#### BOARD COMMITTEES FOLLOWING THE EGM

<table>
<thead>
<tr>
<th></th>
<th>Number of Members</th>
<th>% Independent by PIRC</th>
<th>% Independent by Company</th>
<th>FTSE EUROFIRST MEAN</th>
</tr>
</thead>
<tbody>
<tr>
<td>Whole Board</td>
<td>11</td>
<td>72.73</td>
<td>72.73</td>
<td>12.4</td>
</tr>
<tr>
<td>Audit</td>
<td>5</td>
<td>80.0</td>
<td>80.0</td>
<td>4.0</td>
</tr>
<tr>
<td>Remuneration</td>
<td>3</td>
<td>100.0</td>
<td>100.0</td>
<td>3.6</td>
</tr>
<tr>
<td>Nomination</td>
<td>3</td>
<td>100.0</td>
<td>100.0</td>
<td>4.1</td>
</tr>
</tbody>
</table>