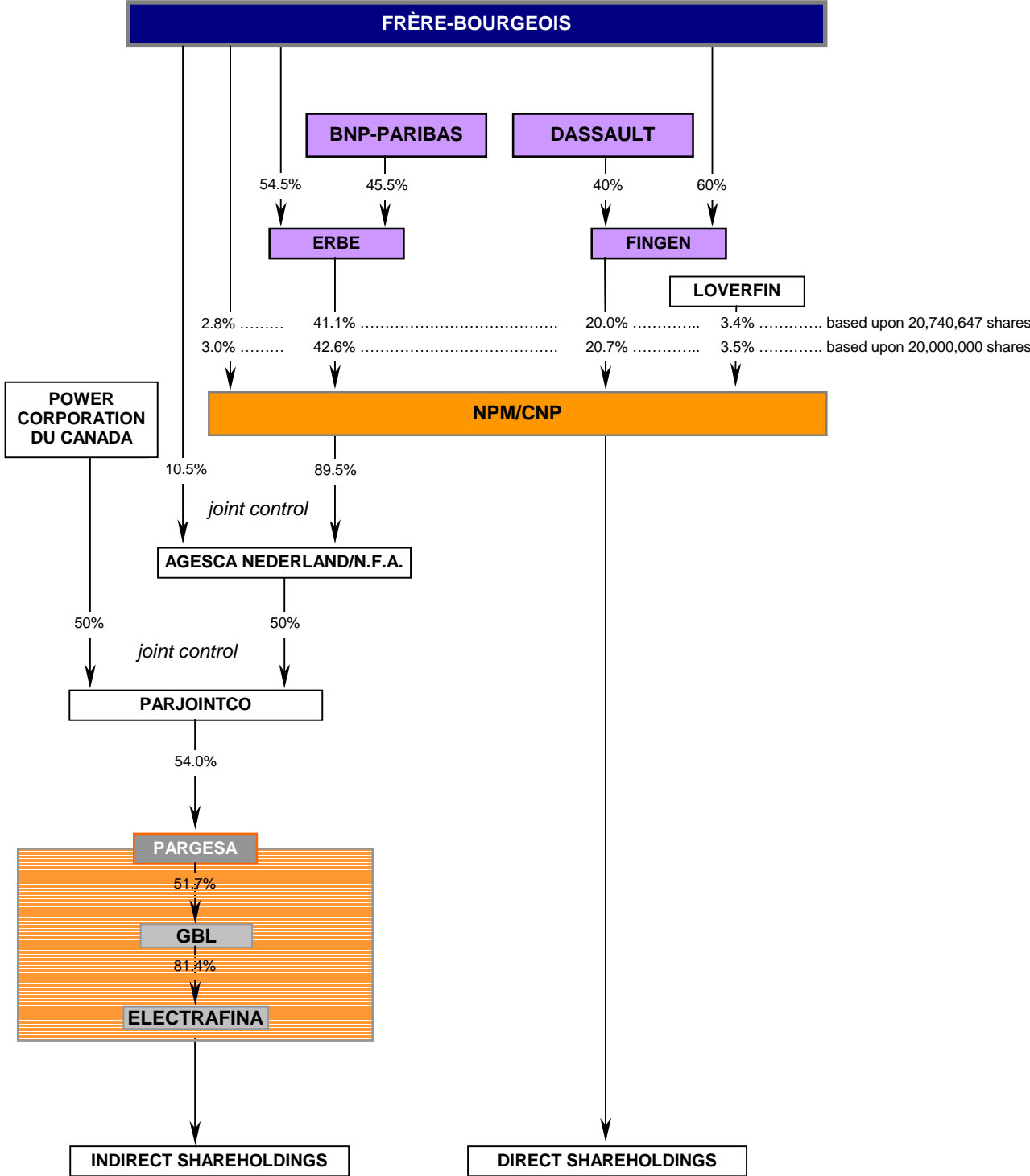


# GROUP STRUCTURE AND SHAREHOLDERS

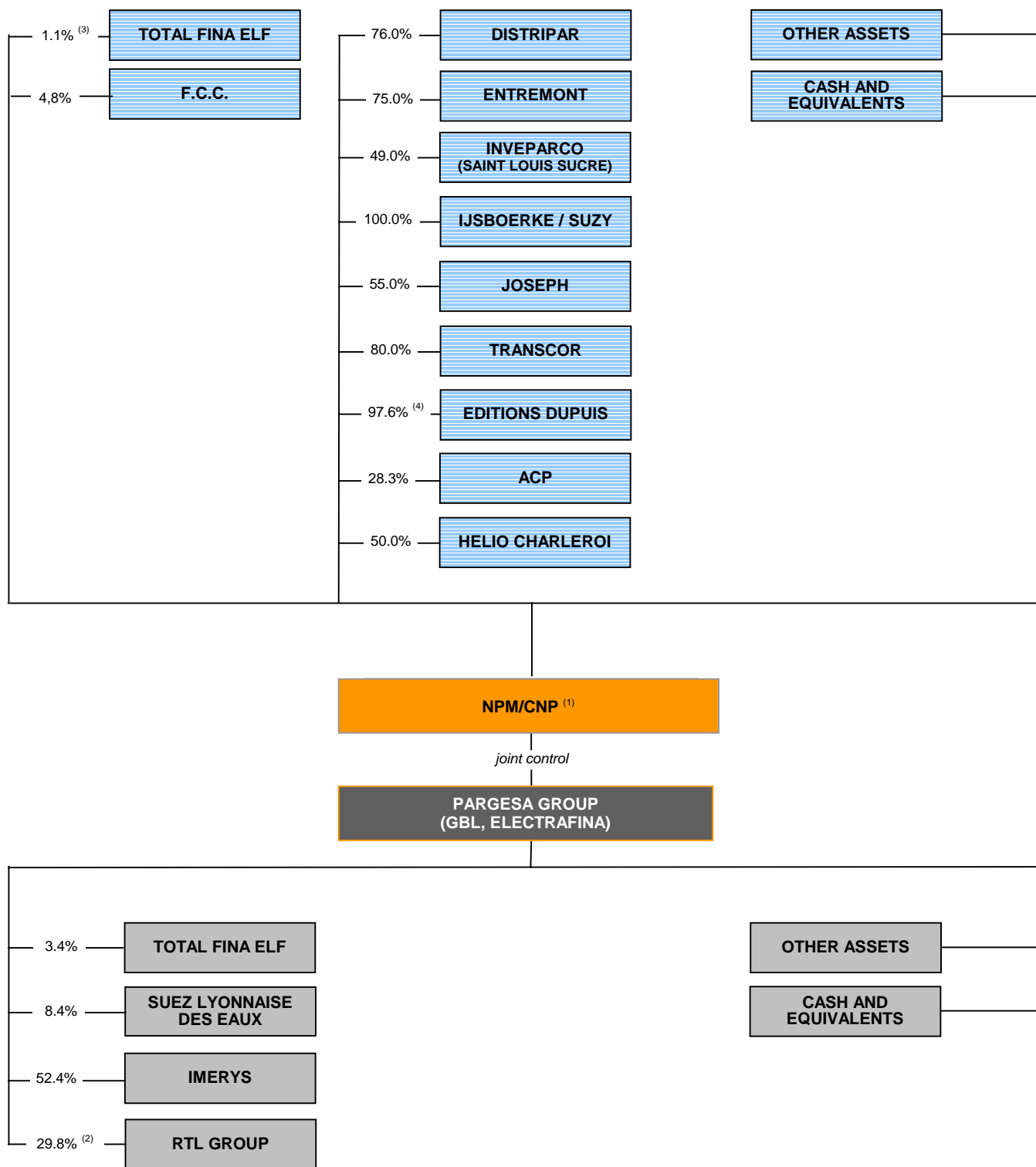
This organisation chart is updated regularly ; it is presented below as per 30 June 2000.



2.8% ..... 41.1% ..... based upon 20,740,647 shares  
 3.0% ..... 42.6% .....  
 20.0% ..... 3.4% ..... based upon 20,000,000 shares  
 20.7% ..... 3.5% .....

# GROUP ASSETS

This organisation chart is updated regularly ; it is presented below as per 30 June 2000.



(1) NPM/CNP and its holding subsidiaries included in the restricted consolidation perimeter.

(2) Anticipating the effects of the GBL-BERTELSMANN-PEARSON agreement and the exercise of call options ; joint control with BERTELSMANN on at least 50% of the capital and of the voting rights.

(3) Of which 0.3 % under a call option granted to a third party.

(4) Potentially 100 %.

# MAJOR SHAREHOLDINGS

This table is regularly updated ; it is presented below as per 30 June 2000.

SHAREHOLDINGS OF	NPM/CNP	PARJOINTCO (1)	PARGESA	GBL	ELECTRAFINA	transitive holding (2)
<b>IN</b>						
<b>PARGESA Group</b>						
PARGESA .....		54.0%				24.2%
GBL .....			51.7%			12.5%
ELECTRAFINA .....				81.4%		10.2%
RTL GROUP (3) .....				9.3%	20.5%	3.3%
TOTAL FINA ELF .....					3.4%	0.3%
SUEZ LYONNAISE DES EAUX .....					8.4%	0.9%
IMERYS .....			26.4%	26.0%		9.6%
<b>Direct listed shareholdings</b>						
TOTAL FINA ELF (4) .....	1.1%					1.1%
FOMENTO DE CONSTRUCCIONES Y CONTRATAS .....	4.8%					4.8%
<b>Private equity</b>						
ENTREMONT .....	75.0%					75.0%
INVEPARCO (SAINT LOUIS SUCRE)	49.0%					49.0%
IJSBOERKE .....	100.0%					100.0%
SUZY / INTERWAFFLES .....	100.0%					100.0%
DISTRIPAR .....	76.0%					76.0%
JOSEPH .....	55.0%					55.0%
TRANSCOR .....	80.0%					80.0%
ACP .....	28.3%					28.3%
EDITIONS DUPUIS (5) .....	97.6%					97.6%
HELIO CHARLEROI .....	50.0%					50.0%
VIVENTURES .....	6.5%					6.5%
INNO.COM .....	40.0%					40.0%

(1) PARJOINTCO is 50% owned by the AGESCA NEDERLAND-NFA Group, a 89.5% subsidiary of NPM/CNP.

(2) Transitive holding including NPM/CNP's share through the controlling holdings within the PARGESA/GBL/ELECTRAFINA Group.

(3) Anticipating the effects of the GBL-BERTELSMANN-PEARSON agreement and the exercise of call options ; joint control with BERTELSMANN on at least 50% of the capital and of the voting rights.

(4) Of which 0.3% under a call option granted to a third party.

(5) Potentially 100%.