SEC Filing

WILEY JOHN SONS, INC. - JW.A

Filing Date: January 14, 2005
Filing Period: January 14, 2005

DESCRIPTION
Report of unscheduled material events or corporate changes.
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<td><strong>8-K - ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT</strong></td>
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<td><strong>Item 1.01</strong></td>
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On January 13, 2005, John Wiley & Sons ("Wiley") entered into a Stock Repurchase Agreement with The Bass Management Trust, Prime 66 Partners and Barabet Investment Co. ("the Bass Group") pursuant to which Wiley has agreed to repurchase from the Bass Group an aggregate of one million shares of Wiley's Class A common stock (apportioned among the Bass Group in proportion to their relative stock interests in Wiley). Prior to giving effect to the stock repurchase agreement, the Bass Group beneficially owned approximately 11.2% of the outstanding Class A common stock; upon consummation of the transaction, the Bass Group will beneficially own approximately 9.1% of the outstanding Class A common shares. The price per share will be
based on the average market price of the shares during the last week of January, less a discount, but will not be less than $32.23 nor more than $34.45. If the contractual purchase price is outside this range, the transaction may be terminated.

The sale is scheduled to close on February 4, 2005 and is subject to customary additional terms and conditions. An amendment to the Bass Group Schedule 13D which contains the full text of the stock repurchase agreement and additional information has been filed contemporaneously with the Securities and Exchange Commission.

John Wiley & Sons, Inc. Announces Share Repurchase from Major Shareholder

Hoboken, N.J., January 14, 2005-- John Wiley & Sons, Inc. (NYSE: JWa) (NYSE: JWb) announced today that it has entered into an agreement to repurchase one million shares of its Class A stock from several entities associated with the Bass family of Fort Worth, Texas. These include The Bass Management Trust, 820 Management Trust, Prime 66 Partners and Barbnet Investment Co. ("the Bass Group").

In a filing with the Securities & Exchange Commission, the Bass Group stated that it has entered into this transaction to sell these shares (approximately 18% of its holdings in Wiley shares) for estate planning purposes. After the sale, the Bass Group will beneficially own approximately 4.6 million shares of Wiley Class A stock (approximately 9.1% of the Class A shares). The filing disclosed no further plans at this time either to purchase or sell additional Wiley shares.

Founded in 1807, John Wiley & Sons, Inc., provides must-have content and services to customers worldwide. Its core businesses include scientific, technical, and medical journals; encyclopedias, books, and online products and services; professional and consumer books and subscription services; and educational materials for undergraduate and graduate students and lifelong learners. Wiley has publishing, marketing, and distribution centers in the United States, Canada, Europe, Asia, and Australia. The company is listed on the New York Stock Exchange under the symbols JWa and JWb. Wiley's Internet site can be accessed at www.wiley.com.

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

John Wiley & Sons, Inc.

/S/ William J. Pesce
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William J. Pesce
President and Chief Executive Officer