

# SECURITIES AND EXCHANGE COMMISSION

## FORM 24F-2NT

Registration of securities by certain investment companies. Declaration of election Rule 24f-2 notice.

Filing Date: **1995-02-22** | Period of Report: **1994-12-31**  
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### FILER

#### **HANCOCK JOHN TAX EXEMPT INCOME FUND**

CIK: **202049** | IRS No.: **046405125** | State of Incorpor.: **MA** | Fiscal Year End: **1231**  
Type: **24F-2NT** | Act: **33** | File No.: **002-57785** | Film No.: **95514103**

Business Address  
101 HUNTINGTON AVE  
BOSTON MA 02199  
6173751700

[JOHN HANCOCK FUNDS LETTERHEAD]

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United States Securities and Exchange Commission  
 OFICS Filer Support  
 SEC Operations Center  
 6432 General Green Way  
 Alexandria, Virginia. 22312-2413

Re: Rule 24f-2 Notice for  
 John Hancock Tax-Exempt Income Fund  
 Registration No. 2-57785  
 Account No. 0000202049  
 CIK: 202049

Dear Gentlemen:

The purpose of this letter is to notify the Commission within two (2) months of the end of the Registrant's Fiscal Year of the number of Registrant's shares sold during the last fiscal year which are to be registered pursuant to Rule 24f-2 and to pay the appropriate registration fee.

The information required by the above referenced rule is as follows:

Fiscal Year: January 1, 1994 to December 31, 1994

Number of Shares previously Registered Other than Pursuant to Rule 24f-2 Remaining Unsold at Beginning of Fiscal Year:	0
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Number of Shares registered During Fiscal Year other than Pursuant to Rule 24f-2:	0
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Number of Shares Sold During Fiscal Year:	4,306,512
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Number of Shares Sold During Fiscal Year Pursuant to Rule 24f-2:	4,306,512
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<TABLE>  
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 John Hancock Advisers, Inc. - John Hancock Funds, Inc.\* - John Hancock Investor Services Corporation  
 John Hancock Advisers International, Ltd. - NM Capital Management, Inc. - Sovereign Asset Management Corporation  
 \*Member of National Association of Securities Dealers, Inc.  
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United States Securities and Exchange Commission  
 John Hancock Tax-Exempt Income Fund  
 February 22, 1995  
 Page Two

Attached to this Rule 24f-2 Notice, and made part hereof, is an opinion of counsel indicating that the Securities, the Registration of which the notice makes definite in number, were legally issued, fully paid and non-assessable by the Registrant.

In accordance with subsection (c) of Rule 24f-2, no registration fee for John Hancock Tax-Exempt Income Fund is due to the Securities and Exchange Commission. The fee computation is based upon the following:

(1) Aggregate Sales Price of Shares Sold During the Fiscal Year in Reliance Upon the 24f-2 Declaration (Based on aggregate sale price for all shares sold of \$46,414,652 less aggregate sale price of shares registered pursuant to Rule 24e-2 of \$None)	\$46,414,652
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Reduced By

(1) Aggregate Redemption Price of Shares Redeemed During the Fiscal Year and,	(77,560,323)
(2) Aggregate Redemption Price of Redeemed Shares Previously Applied by Fund Pursuant to Rule 24e-2 (a) Filings Made Pursuant to Section 24(e)(1) of Investment Company Act of 1940	\$0 -----
Net sales applicable for fee Computation of fee	\$0 X.00034483 -----
Fee	\$0 -----

United States Securities and Exchange Commission  
 John Hancock Tax-Exempt Income Fund  
 February 22, 1995  
 Page Three

Any questions regarding this matter should be addressed to James J. Stokowski,  
 Treasurer, John Hancock Advisers, Inc., 101 Huntington Avenue, 8th floor,  
 Boston, MA 02199-7603, (617) 375-1652.

Very truly yours,

/s/ Joan E. Arnold  
 -----  
 Joan E. Arnold  
 Administrative Officer  
 Mutual Funds