

SECURITIES AND EXCHANGE COMMISSION

FORM SC 13G

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities by passive investors and certain institutions

Filing Date: **1996-02-08**
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SUBJECT COMPANY

WILEY JOHN & SONS INC

CIK: **107140** | IRS No.: **135593032** | State of Incorpor.: **NY** | Fiscal Year End: **0430**
Type: **SC 13G** | Act: **34** | File No.: **005-16136** | Film No.: **96513402**
SIC: **2731** Books: publishing or publishing & printing

Mailing Address
605 THIRD AVE
NEW YORK NY 10158

Business Address
605 THIRD AVE
NEW YORK NY 10158
2128506000

FILED BY

WARBURG PINCUS COUNSELLORS INC

CIK: **32835** | IRS No.: **013267350** | Fiscal Year End: **0531**
Type: **SC 13G**

Mailing Address
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NEW YORK NY 10017-3147

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NEW YORK NY 10017
2125930300

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

John Wiley & Sons Inc.

(Name of Issuer)

Class A

(Title of Class of Securities)

96822320

(CUSIP Number)

Check the following box if a fee is being paid with this statement [X]. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13G

CUSIP No. 96822320

- 1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Warburg, Pincus Counsellors, Inc.
13-2673503

- 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) []
(b) []

3. SEC USE ONLY

- 4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5. SOLE VOTING POWER 246,200

NUMBER OF

6. SHARED VOTING POWER 265,400

SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

7. SOLE DISPOSITIVE POWER 819,700
8. SHARED DISPOSITIVE POWER 0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 819,700
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* []
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 6.40%
12. TYPE OF REPORTING PERSON*

Investment Advisor

*SEE INSTRUCTION

Fee Being Paid: Yes

Item 1 (a) Name of issuer: John Wiley & Sons Inc.

Item 1 (b) Address of issuer's principal executive offices:

605 Third Avenue
New York, NY 10158-0012

Item 2 (a) Name of person filing:

Warburg, Pincus Counsellors, Inc.

Item 2 (b) Address of principal business office:

466 Lexington Avenue
New York, NY 10017

Item 2 (c) Citizenship: United States

Item 2 (d) Title of class of securities: Class A

Item 2 (e) Cusip No.: 96822320

Item 3 Type of Person: Investment Advisor

Item 4 (a) Amount beneficially owned: 819,700

Item 4 (b) Percent of class: 6.40%

Item 4 (c) (i) sole power to vote: 246,200
(ii) shared power to vote: 265,400
(iii) sole power to dispose: 819,700
(iv) shared power to dispose: 0

Item 5 Ownership of 5 percent or less of a class: Not Applicable

Item 6 Ownership of more than 5 percent on behalf of another person:
Warburg, Pincus Counsellors, Inc. serves as Investment Advisor to many accounts. The securities which are the subject of this report are owned by our accounts. None of these accounts, individually, own more than 5% of the securities which are the subject of this report.

Item 7 Identification and classification of subsidiary: Not Applicable

Item 8 Identification and classification of members of the group: Not Applicable

Item 9 Notice of dissolution of the group: Not Applicable

Item 10 Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete, and correct.

/s/ Linda S. Iovan

Linda S. Iovan
Vice President

