

No. C 100806	Due no later than January 31, 2005 Annual Report Form		2. Registered Agent and Office NO PO BOX												
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable HANDLEMAN COMPANY TAX DEPT 500 KIRTS BLVD TROY, MI 48084		CT CORPORATION SYSTEM 300 N 6TH ST BOISE, ID 83701 3. New Registered Agent Signature												
<p>4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.</p> <table border="1"> <thead> <tr> <th>Office held</th> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td colspan="6" style="text-align: center; height: 150px; vertical-align: middle;">See attached List</td> </tr> </tbody> </table>				Office held	Name	Street or P.O. Address	City	State	Zip	See attached List					
Office held	Name	Street or P.O. Address	City	State	Zip										
See attached List															
5. Organized Under the Laws of: MICHIGAN C 100806		6. Signature <i>Kenneth P. Kartse</i> Date <u>1-19-05</u> Name (Typed or Printed) <u>KENNETH P. KARTSE</u> Title <u>CORPORATE SECRETARY</u>													

HANDLEMAN COMPANY
LIST OF OFFICERS AND DIRECTORS

201,010,000 P. 9:21

NAME	TITLE	BUSINESS ADDRESS
STEPHEN STROME	CHAIRMAN, CHIEF EXECUTIVE OFFICER AND PRESIDENT	500 KIRTS BLVD, TROY, MI 48084
THOMAS C. BRAUM, JR.	SENIOR VP/FINANCE, CFO, TREASURER	500 KIRTS BLVD, TROY, MI 48084
MARK J. ALBRECHT	SENIOR VP/HR AND ORGANIZATIONAL DEVELOPMENT	500 KIRTS BLVD, TROY, MI 48084
ANGELIQUE MARKS	VP/CORPORATE LEGAL COUNSEL	500 KIRTS BLVD, TROY, MI 48084
DONALD M. GENOTTI	VP/CORPORATE CONTROLLER	500 KIRTS BLVD, TROY, MI 48084
ROBERT SAUSA	SENIOR VP/INFORMATION TECHNOLOGY AND CIO	500 KIRTS BLVD, TROY, MI 48084
KENNETH P. KARTJE	CORPORATE SECRETARY	500 KIRTS BLVD, TROY, MI 48084
GREGORY L. MIZE	VICE PRESIDENT/INVESTOR RELATIONS	500 KIRTS BLVD, TROY, MI 48084
STEPHEN STROME	DIRECTOR	500 KIRTS BLVD, TROY, MI 48084
ELIZABETH CHAPPELL	DIRECTOR	500 KIRTS BLVD, TROY, MI 48084
EUGENE A. MILLER	DIRECTOR	500 KIRTS BLVD, TROY, MI 48084
JAMES B. NICHOLSON	DIRECTOR	500 KIRTS BLVD, TROY, MI 48084
SANDRA E. PETERSON	DIRECTOR	501 KIRTS BLVD, TROY, MI 48084
IRVIN D. REID	DIRECTOR	501 KIRTS BLVD, TROY, MI 48084
LLOYD E. REUSS	DIRECTOR	500 KIRTS BLVD, TROY, MI 48084
RALPH J. SZYGENDA	DIRECTOR	500 KIRTS BLVD, TROY, MI 48084
THOMAS S. WILSON	DIRECTOR	500 KIRTS BLVD, TROY, MI 48084