CENGAGE LEARNING HOLDINGS II, INC.
20 Channel Center Street
Boston, Massachusetts 02210

Section 2 – Financial Information
Item 2.01 – Completion of Acquisition or Disposition of Assets

Cengage Learning Holdings II, Inc. announced the expansion of its institutional business with the acquisition of Learning Objects, a Washington, D.C.-based education technology company, on September 22, 2015. Cengage acquired 100% of the equity interests in Learning Objects, LLC from its parent company, Lode Holdings, Inc. The purchase price and other terms regarding Cengage’s acquisition of Learning Objects are confidential.

A copy of the press release issued by the Company on September 22, 2015 announcing the acquisition of Learning Objects and the expansion of the Company’s institutional business is attached as Exhibit 99.1.

Section 9 – Financial Statements and Exhibits
Item 9.01 – Financial Statements and Exhibits

(d) Exhibits.

About Cengage Learning
Cengage Learning is a leading educational content, technology, and services company for the higher education and K-12, professional and library markets worldwide. The company provides superior content, personalized services and course-driven digital solutions that accelerate student engagement and transform the learning experience. Cengage Learning is headquartered in Boston, MA with an office hub located in San Francisco, CA. Cengage Learning employees reside in nearly 40 different countries with company sales in more than 125 countries around the world. www.cengage.com.
Cengage Learning Acquires Learning Objects

Cengage Learning Expands Institutional Business with Learning Objects’ Customizable Platform and Services for Online Programs

Acquisition Confirms Cengage Learning’s Position as an Integrated Digital Solutions Company

Washington, DC and Boston, MA, September 22, 2015 – Cengage Learning, a leading global education company, today announced the acquisition of Learning Objects, a Washington, D.C.-based education technology company. Learning Objects powers innovative, customized and adaptive online learning programs and courses to higher education institutions through its state-of-the-art learning platform and instructional design services. With Learning Objects, institutions are able to quickly create both competency-based and traditional online programs and courses integrating publisher content, open educational resources, faculty content and other ed tech vendors’ tools.

“Over the last few years, we have successfully established MindTap as the leading course-level digital solution in the market. At this stage, we were looking for a partner that accelerates our strategy of broadening our offering from course solutions to a full-service online program experience, which many institutions are asking for,” said Michael Hansen, Chief Executive Officer, Cengage Learning. “We found that partner in Learning Objects, whose team shares our vision of how the market is evolving. Their expertise in working with institutional customers to deliver a customized solution that meets their unique needs helps us continue to enrich the relationship between educators and students to advance the way students learn.”

“This next chapter in our company’s growth allows us to accelerate our efforts to transform and improve student learning. By combining Learning Objects’ technology and learning services expertise with Cengage Learning’s extensive faculty and student relationships, market-leading content, and unique
MindTap platform, we can provide a transformational offering,” said Derek Hamner, Chief Executive Officer, Learning Objects.

Hansen added, “Students will have more educational choices. Our MindTap customers will gain new functionality. In short, with this acquisition, we will better serve institutions looking to grow the impact and reach of their programs.”

Learning Objects complements Cengage Learning’s existing portfolio of award-winning course solutions and enables the company to take advantage of the momentum toward competency-based learning, adaptive learning and open educational resources. In addition, Cengage Learning will be able to offer instructors and institutions a content-agnostic platform with flexible program-level curriculum development and delivery models and a unified learner experience. Cengage Learning will also be able to serve as a preferred technology partner for other publishers seeking new and innovative content delivery solutions.

Terms of the deal were not disclosed. For media questions, please contact Kristina Massari at kristina.massari@cengage.com or Susan Aspey at susan.aspey@cengage.com.

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About Learning Objects
Learning Objects is a learning innovation partner with higher education and learning science expertise. We design and build innovative programs, courses and learning experiences. Using Difference Engine®, our next generation learning environment and tools, we collaborate with institutions and other education providers to deliver competency-based, personalized and adaptive learning at scale.

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