CURRENT REPORT
Pursuant to the Company Shareholder Agreement, dated as of March 31, 2014 and consistent with Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report: April 1, 2015

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

Section 5.02 -- Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

Item 5.02 -- Appointment of Certain Officers

On March 26, 2015, Cengage Learning Holdings II, Inc. announced the appointment of Ken Carson (55) as the company’s new Chief People Officer, in addition to his responsibilities as Executive Vice President, General Counsel and Secretary. As Chief People Officer, Mr. Carson is responsible for all aspects of Human Resources, ensuring that human resources strategies and programs are aligned with Cengage’s business needs and objectives. Mr. Carson has been the company’s general counsel since 2001 and will continue to head the Legal Department and oversee all legal functions.

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.