

CENGAGE LEARNING HOLDINGS II L.P.

CURRENT REPORT

February 2, 2010

<p>As of the date of this report, Cengage Learning Holdings II L.P. was not subject to the reporting requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, as amended. Consequently, this report has not and will not be filed with the Securities and Exchange Commission.</p>

Departure of Director.

On February 1, 2010, Paul Fitzsimons resigned from the Board of Directors of Cengage Learning GP I, LLC, the general partner of Cengage Learning Holdings II L.P., effective immediately.