

July 2, 2013

To Our Customers,

We would like to provide you with an update on our progress in transforming Cengage Learning into the education leader with the best educational and research content, solutions and services for our customers.

Cengage Learning has chosen to implement our financial restructuring through a Chapter 11 reorganization. The goal of this restructuring is to substantially reduce our corporate debt and make positive financial changes. This is part of our strategy for long-term growth and continued success in the education and research space. With this restructuring, we believe that we will be much-better positioned to continue to invest in our business, including enhancements to our customer programs, and will have the operational flexibility and resources to meet your evolving needs with innovative digital and print products and services.

Please be assured that we are continuing normal business operations. Our company maintains substantial cash balances and expects to have positive cash flow, and our offices and facilities around the world are serving our customers and business partners as usual. You can be confident that you will continue receiving uninterrupted services, product orders delivered in full and as scheduled, and our attentive customer care and support.

Our plan is to complete the financial restructuring and emerge from Chapter 11 in as short a time as possible. We value our partnership and look forward to strengthening our relationship with you. Please know that the quality and reliability of our product offerings and our high level of service remain at the center of all we do.

Your contact at our company remains the same, so please feel free to reach out with any questions. For our part, we will make every effort to keep you informed of significant developments. You may also want to check [www.cengage.com/restructuring](http://www.cengage.com/restructuring) for additional information and updates on our progress.

Thank you again for your continued support.

Sincerely,

A handwritten signature in black ink, appearing to read "Hansen".

Michael Hansen  
Chief Executive Officer  
Cengage Learning

## FREQUENTLY ASKED QUESTIONS FOR CUSTOMERS ABOUT OUR FINANCIAL RESTRUCTURING

- 1. *Will Cengage Learning, Gale and your other brands continue scheduled deliveries and fulfilling existing and future orders for schools, higher ed institutions and libraries?***

Yes. It's business as usual for us and customer satisfaction remains a top priority. We're delivering all orders in full and on schedule. You can continue to count on high-quality educational content, exceptional service and individualized support.

- 2. *What does the financial restructuring mean for Cengage Learning's content and products?***

We have a continuing commitment to delivering the best educational content and innovative print and digital products and solutions -- and that won't change. We also are developing and rolling out new programs and product enhancements, and creating more efficient ways of doing business that will help us take care of our customers better than anyone else.

- 3. *As a customer or contracted author, will there be any impact on my business relationship with you as a result of the financial restructuring?***

No. We don't expect any changes in our business relationships with our authors or customers, other than the opportunity to build a stronger relationship. We are maintaining our customer programs and practices and your contacts here remain the same.

- 4. *Why has Cengage Learning filed for Chapter 11 to implement its financial restructuring?***

Reducing our corporate debt is a key part of continuing the company's transformation into a financially healthy education leader and world-class information provider. Cengage is implementing a financial restructuring through a Chapter 11 process to strengthen our capital structure and give us the ability to position our company for long-term growth and success. This process will not impact the quality and reliability of our product offerings and our high level of service. Our customers, authors, content providers and product offerings remain priorities. A stronger financial foundation will enable us to continue with our strategic plans and deliver the best content, digital solutions and services in the education and research space for many years to come.

- 5. *How long will Cengage's financial restructuring process take?***

Our goal is to successfully complete the financial restructuring and emerge as a stronger company in as short a time as possible while maintaining normal business operations throughout this process.

- 6. *Does this mean that Cengage Learning is going out of business?***

No. Chapter 11 is a process many companies -- from other publishers to major airlines, retailers, and automobile companies -- have used to reduce debt and successfully emerge for the future. We expect normal business operations during this process, continuing to meet our customer commitments and maintaining our customer programs. We're going to be delivering innovative customer offerings for many years to come.

- 7. *Does Cengage Learning have adequate funds to operate as usual during this process?***

Yes. We have adequate cash balances and continue to generate positive cash flow to meet our working capital and operating requirements throughout this process.

**8. Will you attempt to negotiate new contract terms with us during this period?**

We expect to continue our relationship and to renew contracts in the normal course of business.

**9. What is your relationship with vendors?**

We have good relationships with our vendors. We intend to continue paying our vendors under normal terms for business we conduct with them during the restructuring process.

**10. Does my point of contact remain the same?**

Yes. There are no planned changes in your regular points of contact and we are ready and available to work with you to meet, and hopefully exceed, your needs.

**11. How will this financial restructuring impact the Company's international operations?**

Our operations outside the United States are not participants in this process and are conducting business as usual.

**12. What if I have additional questions about your Chapter 11 restructuring?**

We have established a new section on our website where you can find information and updates on our restructuring progress at [www.cengage.com/restructuring](http://www.cengage.com/restructuring).