

CENGAGE LEARNING HOLDINGS II L.P.
(formerly TL Holdings II L.P.)

CURRENT REPORT

September 19, 2007

<p>As of the date of this report, Cengage Learning Holdings II L.P. (formerly TL 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 ("SEC").</p>

Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Departure of Certain Officers

On September 17, 2007, Cengage Learning announced that the position of International CEO of Cengage Learning will be eliminated in connection with reorganization of the management of the Company's international division to reflect the current size of such division. As a result, Greg Browne, who currently holds such position, shall depart Cengage Learning as of September 28, 2007. Ronald Dunn, President and CEO of Cengage Learning, will take a direct role in planning and implementing Cengage Learning's international growth strategies.