

ProQuest LLC  
789 East Eisenhower Parkway  
P.O. Box 1346  
Ann Arbor, Michigan 48106-1346

TO: The beneficial owners (or representatives acting on behalf of beneficial owners), prospective investors and securities analysts of ProQuest LLC and ProQuest Notes Company's \$275,000,000 aggregate principal amount of 9.00% Senior Notes due 2018

CUSIP: 74347A AA2 (144A); U7431Q AA1 (Reg. S)  
ISIN: US74347AAA25 (144A); USU7431QAA14 (Reg. S)

RE: Access to ProQuest LLC Disclosure Documents

In connection with our offering of 9.00% Senior Notes due 2018 (the "Notes") we have agreed to provide certain information regarding our business to the trustee under the indenture governing the notes and to post such information on a website accessible by holders of our notes. We also agreed to furnish to certain persons, including holders, broker-dealers, securities analysts and prospective investors in the Notes, upon their request, the information required to be delivered pursuant to Rule 144A(d)(4) under the Securities Act of 1933, as amended.

To ensure that the reports and other information are provided only to eligible persons, we require certification as to a person's bona fide status as a beneficial owner, prospective investor, broker-dealer or securities analyst, as applicable, prior to granting such person access to the website containing such information.

If you are (1) a beneficial owner (or a representative acting on behalf of a beneficial owner of Notes that is a "Qualified Holder" (as described below)), (2) a prospective investor that meets one or more of the four criteria set forth below under "Qualified Holder", (3) a broker-dealer or (4) a securities analyst, and would like to have access to the information contained on this website, please complete the Eligibility Letter attached to this document and return it to us by email, facsimile or mail at the number or address set forth in the Eligibility Letter.

A "Qualified Holder" is a beneficial owner of Notes that certifies that it is:

- (i) a "qualified institutional buyer," as defined in Rule 144A under the Securities Act of 1933, as amended (the "Securities Act"), that is acting for either its own account or accounts of other qualified institutional buyers, as to which it exercises sole investment decision discretion and has the authority to make the statements in this letter;
- (ii) an institutional "Accredited Investor," as defined in Rule 501(a)(1), (2), (3) or (7) under the Securities Act, that is acting for either its own account or accounts of other accredited investors as to which it exercises sole investment discretion and has authority to make the statements in this letter;
- (iii) a person who is not a "U.S. person," as defined in Regulation S under the Securities Act, and not in the "United States," as contemplated by Rule 903(a)(1) of Regulation S under the Securities Act, that is acting for its own account or accounts of other persons who are not U.S. persons and not in the United States as to which it exercises sole investment discretion and has the authority to make the statements in this letter; or
- (iv) a dealer or other professional fiduciary organized, incorporated or (if an individual) resident in the U.S. holding a discretionary account or similar account (other than an estate or trust) for the benefit or account of a non-U.S. person, as contemplated by Rule 903(a)(1) of Regulation S under the Securities Act.

After you submit the Eligibility Letter and if you qualify under the stated criteria, you will be given the password and link to the website containing this information. We expressly reserve the right to deny access to any persons who submit the Eligibility Letter if we are not satisfied that such person meets the stated requirements.

Please direct any questions to our Investor Relations division at:

ProQuest LLC  
Attention: Investor Relations  
789 East Eisenhower Parkway  
P.O. Box 1346  
Ann Arbor, Michigan 48106-1346  
T: 734-997-4946  
F: 734-997-4783  
[bondinvestor@proquest.com](mailto:bondinvestor@proquest.com)

## Eligibility Letter

To: ProQuest LLC  
Attn: Investor Relations  
789 East Eisenhower Parkway  
P.O. Box 1346  
Ann Arbor, Michigan 48106-1346  
T: 734-997-4946  
F: 734-997-4949  
[bondinvestor@proquest.com](mailto:bondinvestor@proquest.com)

Ladies and Gentlemen:

The undersigned hereby represents and warrants to ProQuest LLC and ProQuest Notes Company (together, the "Issuers") as follows (please check boxes for those items that apply to you):

- ☐ (1) It is the beneficial owner, or is acting on behalf of a beneficial owner, of the Issuers' 9.00% Senior Notes due 2018 (the "Notes") in the amount set forth below.
- ☐ (2) It is, or in the event that the undersigned is acting on behalf of a beneficial owner of the Notes, the undersigned has received a written certification from such beneficial owner (dated as of a specific date on or since the close of such beneficial owner's most recent fiscal year) to the effect that such beneficial owner is one of the following (as indicated with a checkmark):
- ☐ a "qualified institutional buyer" (or "QIB") as defined in Rule 144A under the Securities Act; or
  - ☐ an institutional "accredited investor" as defined in Rule 501(a)(1), (2), (3) or (7) under the Securities Act; or
  - ☐ not a "U.S. person" as contemplated by Rule 903(a)(1) of Regulation S under the Securities Act; or
  - ☐ a dealer or other professional fiduciary organized, incorporated or (if an individual) resident in the U.S. holding a discretionary account or similar account (other than an estate or trust) for the benefit or account of a non-U.S. person, as contemplated by Rule 903(a)(1) of Regulation S under the Securities Act.
- ☐ (3) It is a prospective investor in the Notes and is one of the following (as indicated with a checkmark):
- ☐ a "qualified institutional buyer" (or "QIB") as defined in Rule 144A under the Securities Act;
  - ☐ an institutional "accredited investor" as defined in Rule 501(a)(1), (2), (3) or (7) under the Securities Act; or
  - ☐ not a "U.S. person" as contemplated by Rule 903(a)(1) of Regulation S under the Securities Act; or
  - ☐ a dealer or other professional fiduciary organized, incorporated or (if an individual) resident in the U.S. holding a discretionary account or similar account (other than an estate or trust) for the benefit or account of a non-U.S. person, as contemplated by Rule 903(a)(1) of Regulation S under the Securities Act.
- ☐ (4) It is a broker or dealer registered under the Securities Exchange Act of 1934, as amended.
- ☐ (5) It is a securities analyst.

We represent and warrant that we are not a competitor of the Issuers or a person working on behalf of a competitor of the Issuers and we are not seeking access to this website for the purpose of obtaining information in order to compete with the Issuers.

The undersigned understands that it is providing the information contained herein solely for purposes of enabling the Issuers to provide the undersigned access to certain information regarding the Issuers. The undersigned also understands that the Issuers expressly reserve the right to deny access to any persons who submit this Eligibility Letter if the Issuers are not satisfied that such person meets the stated requirements.

The Issuers reserve the right to take any and all appropriate legal action with respect to any person who makes any false representation or warranty to the Issuers for the purpose of accessing the website, including any appropriate remedies available in equity or at law. The Issuers may revoke access to the website at any time in their sole discretion if the Issuers believe that any of the representations and warranties made are false in any respect.

The undersigned agrees that (1) it will not copy, reproduce or retransmit any part of the documents contained in the website containing such information or, if applicable, transmitted through the Issuers' quarterly conference call, (2) it will not distribute or transmit any part of such materials or disclose any of their contents to anyone other than, if applicable, the aforementioned beneficial owners on whose behalf the undersigned is acting and (3) it will notify the Issuers if any of the representations it makes in this letter cease to be correct.

Dated: \_\_\_\_\_

**Please indicate below the aggregate principal amount of  
Notes held**

9.00% Senior Notes due 2018

CUSIP: 74347A AA2 (144A)  
U7431Q AA1 (Reg. S)

ISIN: US74347AAA25 (144A)      USU7431QAA14  
(Reg. S)

Amount held: \$ \_\_\_\_\_

Very truly yours,

By: \_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Name)

\_\_\_\_\_  
(Title)

\_\_\_\_\_  
(Institution)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip Code)

\_\_\_\_\_  
(Country)

\_\_\_\_\_  
(Phone)

\_\_\_\_\_  
(Facsimile)

\_\_\_\_\_  
(Email)