

**INVESTOR REPRESENTATIONS**  
**Related to 7¾% Senior Subordinated Notes due 2015**

By requesting a password to participate in the earnings conference call of Knowledge Learning Corporation (“KLC”) and to receive financial information from KLC from KLC’s site on IntraLinks, the undersigned represents that it is (x all that apply):

(i) \_\_\_ a beneficial owner of KLC’s 7-3/4% Senior Subordinated Notes due 2015, CUSIP No. 49926A AA 3 (144A)/ U50018 AA 5 (Regulation S) (the “Notes”), within the meaning of Rules 13d-3 and 13d-5 under the Securities Exchange Act of 1934, as amended, or

(ii) \_\_\_ a prospective purchaser of the Notes who is eligible to purchase the Notes because the undersigned is:

(a) \_\_\_ a “qualified institutional buyer” (QIB) as defined in Rule 144A under the Securities Act of 1933, as amended, purchasing for its own account or the account of other QIBs, or

(b) \_\_\_ not a U.S. Person as defined in Regulation S under the Securities Act of 1933, as amended, and therefore eligible to acquire Notes in an “offshore transaction” pursuant to Rule 904 under Regulation S.

The undersigned also acknowledges,

1. Information obtained by the undersigned in respect of KLC that has not been publicly disclosed by KLC, including KLC’s financial information, is highly confidential and reproduction, distribution, or other disclosure without the prior written consent of KLC is prohibited, except (i) to (A) beneficial owners of the Notes, (B) The Depository Trust Company and Euroclear System participants with a position in the Notes, (C) prospective purchasers of the Notes that the person or entity distributing the information reasonably believes to be QIBs and (D) the recipient’s and such beneficial owners’ directors, officers, employees and agents, including accountants, legal counsel and other advisors (it being understood that the persons to whom such disclosure is made will be informed of the confidential nature of such information and instructed to keep such information confidential), and (ii) as required by applicable law, regulation, or governmental authority, in each case with this paragraph or a substantially similar confidentiality legend thereon in respect of any written distribution; and

2. the Notes are “restricted securities” as defined in Rule 144 under the Securities Act, and may not be resold or otherwise transferred except pursuant to an exemption from registration under the Securities Act, and

3. its obligation to comply with all applicable securities laws in connection with any purchase or sale of the Notes, including applicable restrictions on trading while in possession of material non-public information.

Name of Institution: \_\_\_\_\_

Contact Information:

By: \_\_\_\_\_

Phone: \_\_\_\_\_

Email: \_\_\_\_\_

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