

HMH MEDIA KIT

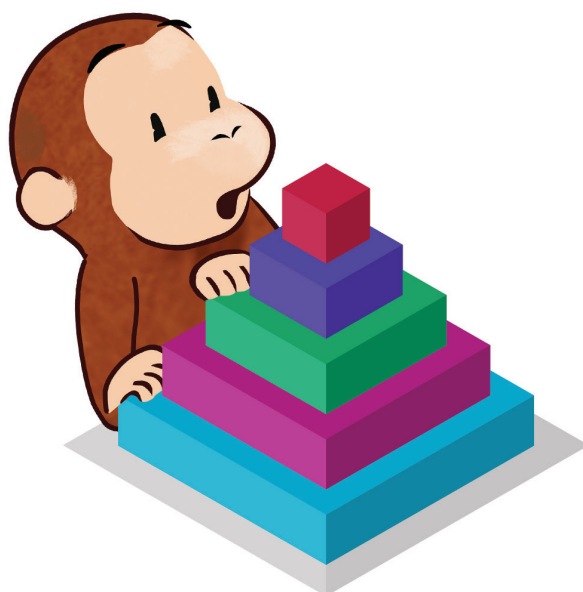


OUR MISSION:

**CHANGING
PEOPLE'S LIVES
BY FOSTERING
PASSIONATE,
CURIOUS
LEARNERS**

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HMH BY THE NUMBERS



OVER
180
YEARS IN
BUSINESS

MORE THAN 
50 MILLION
STUDENTS SERVED


IN MORE THAN
150
COUNTRIES



COMPANY



40%
MARKET
SHARE¹

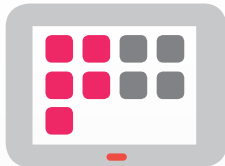
2015
REVENUE 
\$1.42 BILLION


4,500
EMPLOYEES

25 OFFICES
WORLDWIDE



EDUCATION



IN 2015
48%
OF MAJOR HMH EDUCATION
PROGRAM BILLINGS WERE DIGITAL

1ST

IN MARKET SHARE
FOR READING



MORE THAN
18 MILLION
USERS OF HMH
DIGITAL PLATFORMS

1ST

IN MARKET SHARE
FOR MATHEMATICS



1ST

IN MARKET SHARE FOR
INTERVENTION SOLUTIONS



100%

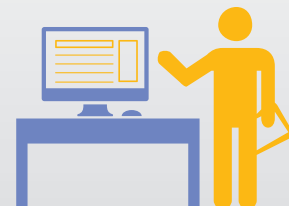
OF HMH K-12 PRODUCTS
ARE DIGITALLY ENABLED



¹HMH's core domestic education market in which we primarily sell instructional resources for Grades K-12

AUTHORS**4**
U.S. POET
LAUREATES**14** NEWBERY®
MEDAL
WINNERS**10**
NOBEL PRIZE®
WINNERS**17**
CALDECOTT®
MEDAL
WINNERS**15**
NATIONAL BOOK
AWARD WINNERS**48**
PULITZER
PRIZE
WINNERS**EDUCATOR SENTIMENT**

The information below was taken from the 2016 *HMH Educator Confidence Report*, an independent survey of over 1,000 classroom teachers and district leaders that measures educator sentiment.

58% OF
EDUCATORS desire
more parent and family
engagement.TEACHERS WITH **10**
or fewer years
OF EXPERIENCE
are more likely to use social
media to engage with students.**Facebook®**
IS THE **#1**
SOCIAL MEDIA TOOL
used by educators to
communicate with
families.**48%** OF DISTRICT
ADMINISTRATORS
want more professional
learning around technology
implementation.TEACHERS WITH **11+ years**
OF EXPERIENCE are more
likely to use digital tools like
interactive whiteboards.

HMH

At a Glance

Who We Are

Houghton Mifflin Harcourt™ (HMH®) is a global learning company, specializing in world-class content, services, and cutting-edge technology solutions that enable learning in a changing landscape. We provide dynamic, engaging, and effective solutions across a variety of media and in three key focus areas: early learning, K–12, and beyond the classroom. Dedicated to lifelong learning, we offer content that meets the needs of students, educators, parents, and lifelong learners—anytime, anywhere.

Our People

HMH is led by Interim Chief Executive Officer L. Gordon Crovitz. See pages 9–12 for full details on HMH’s executive leadership team, and visit the Media Center on hnhco.com to download executive headshots.

Headquartered in Boston, Massachusetts, HMH has over 4,500 employees based in 25 offices worldwide. Visit hnhco.com for a full list of our office locations.

Our History

With roots dating back to 1832, Houghton Mifflin Harcourt’s history began in Boston, bringing to life the voices of celebrated authors and thinkers, such as Henry David Thoreau, Henry Wadsworth Longfellow, and Virginia Woolf. In 1882, HMH’s education division was established with the Riverside® Literature Series, placing HMH at the forefront of the rapidly expanding education market. Since that time, the education space has undergone enormous transformation with the emergence of technology as a catalyst. HMH has led the way within this changing landscape by fully integrating its industry-leading education content with technology and services, as well as



through a number of strategic acquisitions, most notably the 2007 acquisition of Harcourt® from Reed Elsevier and the 2015 acquisition of Scholastic’s Educational Technology and Services Group. These acquisitions have assisted in the evolution and expansion of the delivery methods for HMH’s growing education content and solutions for early learning, K–12, and beyond the classroom.

2015 Financial Highlights

**NASDAQ:
HMHC**

For the year ending December 2015, HMH’s net sales totaled US \$1.42 billion and billings totaled \$1.54 billion. For more information, view our 2015 [Annual Report](#).

Our Market Share

HMH has led the Pre-K–12 publishing market since 2007, and in 2015 captured a 40% share of the addressable domestic education market, as well as 43% of new K–12 adoptions.

HMH’s educational solutions are used by more than 50 million students in all 50 U.S. states and more than 150 countries.

PRIMARY MARKET SEGMENTS

K-12 Education

HMH is a leading provider of K-12 educational curriculum and holds the number one position in math, reading, and intervention solutions in the U.S. as well as a 40% overall market share in the addressable domestic education market.



Content

We see pedagogically sound, high-quality learning content, paired with dedicated teaching, as a driving force behind student growth and achievement. We invest millions of dollars per year on research to inform our

content development, pulling in insights from more than 10,000 education and technology professionals. The [HMH Content Manifesto](#) demonstrates a clear commitment and articulation of our vision for quality content, why it matters, and what makes it effective.

Services

HMH Professional Services partners with school districts and educators to address the challenges and opportunities presented by the rapidly evolving K-12 landscape. We collaborate with these stakeholders to develop solutions tailored to the needs of our customers.

HMH Professional Services:

- Helps schools and districts initiate and sustain effective curriculum implementation
- Brings best practices and innovative approaches to support school instruction, data use, technology implementation, leadership and culture
- Provides technical advice, product support, technical staff training, installation, data services, and web-based hosting

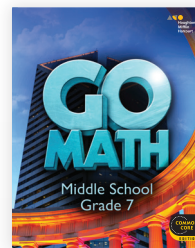
Technology

We believe in a learning transformation powered by technology. Technology allows us to continually update and refine our content and to create adaptive learning solutions



and individualized experiences for every level of learner, on- or offline. By leveraging the power of digital innovation, HMH

is creating engaging experiences which lift content from the physical page, introducing new elements of interaction, motivation, and connectivity with the user.



Our core curriculum products include *Collections*, *Journeys*, *ScienceFusion*[®], and *GO Math!*[®]. We also offer renowned assessment tools like

Woodcock-Johnson^{® IV}, individualized learning products such as *Personal Math Trainer*[®], and daily news program *Channel One News*[®].

Our proven-effective intervention solutions include *READ 180*[®], *MATH 180*[®], and *System 44*[®], which support educators with a comprehensive system of curriculum, instruction, and professional learning while providing students with personalized rigorous instruction for college, career, and beyond.



Our major partnerships with the world's leading technology providers include Apple[®], Google[®], Intel[®], and Microsoft[®].

PRIMARY Market Segments



Early Learning

HMH recognizes the critical importance of early education at home, in the classroom, and in childcare settings, as well as its far-reaching implications for school and career readiness and lifelong success.

At HMH, we enable effective early learning in today's changing landscape through research-based, individualized content; effective tools and resources for parents and educators; and the thoughtful integration of technology. Grounded in brain science and informed by child biology, educational psychology, and cognitive theory, our content is designed to help children meet key developmental milestones in core learning areas, including executive function, language and literacy, mathematics, science, and creative expression.

HMH Early Learning solutions for the classroom include our core curriculum program *Big Day for PreK™*, supplementary digital solution *Curiosityville®*, and digital foundational reading program *iRead®*. To promote the home-to-school connection and support parental participation in this essential stage of learning, HMH has also created a suite of engaging tools, apps, and games for the home and on the move. *Curious World™* and the *Curious About* series of Curious George® apps for iOS® both leverage the power of technology to provide engaging, educational, and personalized experiences for our young learners.

In 2016, HMH partnered with Too Small to Fail®, the National Head Start® Association, and the National Association for Family Child Care to launch [STRIVE for 5!](#), a five-week, hands-on program designed to give early childhood educators instant tools and ideas to improve the quality of early learning environments and promote children's language development.

Beyond the Classroom

As a leading global learning company, HMH is uniquely positioned to create educational and entertaining content for the home, across multiple channels and formats, from mobile apps and web portals to eBooks and paperbacks.

For nearly two centuries, Houghton Mifflin Harcourt Trade Publishing has produced some of the world's most renowned novels, nonfiction, children's books, and reference works. HMH's iconic children's characters and books include Curious George, Carmen Sandiego™, *Gossie and Friends®*, *The Little Prince*, *The Little Blue Truck*, and *The Polar Express™*, as well as renowned brands such as *The Best American Series®*, *The American Heritage®* and *Webster's New World®* dictionaries, *Peterson Field Guides®*, and *CliffsNotes®*. Its leading culinary line features *The Whole 30®*, *How to Cook Everything®*, Betty Crocker®, and *Better Homes and Gardens®*.

In addition to classic depictions of our iconic titles, brands, and characters, HMH is leveraging the depth of its educational expertise to bridge the gap between formal and informal learning environments with new digital destinations such as *Curious World* and *Go Math! Academy®*, and celebrated apps featuring Curious George and Carmen Sandiego.

HMH's distinguished author list includes J.R.R. Tolkien, Philip Roth, Temple Grandin, Tim O'Brien, Randall Munroe, and Umberto Eco, as well as a celebrated roster of children's authors and illustrators, including Lois Lowry, Chris Van Allsburg, and David Wiesner.

HMH

PRODUCT SNAPSHOT

Early Learning



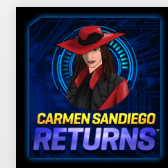
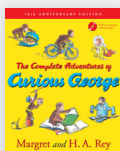
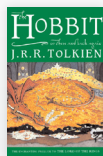
K-12



Channel One News



Beyond the Classroom



HMH in the Community

HMH Corporate Social Responsibility (CSR) focuses on partnering with best-in-class nonprofits dedicated to changing educational outcomes for Pre-K–12 students in underserved communities, as well as supporting initiatives to engage our employees and enabling them to make a positive impact in the communities where we live and work. Here is a brief look at our impact in 2015; for more information, please visit our [2015 Corporate Social Responsibility Annual Report](#).

Partnerships

HMH CSR focuses on building holistic relationships, investing cash, product, and employee expertise through volunteerism and/or board leadership. Key partnerships include the Boys & Girls Clubs of Boston, the Boston Celtics, and College Bound Dorchester.

\$3 million
 INVESTED
 IN OUR
 HQ CITY OF
 BOSTON

3.7 million
 BOOKS DONATED
 GLOBALLY

Community Investment Councils

HMH is proud to support Community Investment Councils (CICs) in 12 major offices and distribution centers across the U.S. and Ireland. CICs are local, cross-functional employee groups that utilize funding, training, resources, and support from the CSR team to help engage colleagues in volunteer opportunities and charitable campaigns to improve the communities where we live and work.



12 CICs
 EXECUTED
300+
 VOLUNTEER
 PROJECTS

Matching Gifts and Volunteerism

The HMH Matching Gifts program and Volunteer Time Off Policy enable HMH to support the causes that our employees are passionate about. With the Matching Gifts program, each time an employee contributes at least \$25 to an eligible organization, HMH will make an equal contribution to that organization (up to \$1,000 per employee annually). The Volunteer Time Off Policy provides benefits-eligible employees with two work days of paid time per calendar year to volunteer.



\$305,674
 DONATED
 THROUGH
 MATCHING GIFTS
 PROGRAM

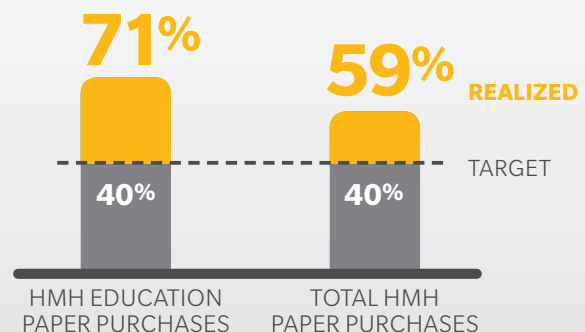


1,200
 EMPLOYEES
 VOLUNTEERED
5,500+
 HOURS DURING
 VOLUNTEER WEEK

Sustainability

HMH continues to make progress towards the goals outlined in our industry-leading 2014 Paper Procurement and Usage Policy and has exceeded our annual targets for percent of recycled fiber by weight paper purchases and percent of FSC-certified paper purchases. To learn more about HMH's paper procurement efforts, visit our [2014 Paper Procurement and Usage Policy](#).

RECYCLED FIBER BY WEIGHT



EXECUTIVE LEADERSHIP TEAM



L. GORDON CROVITZ
Interim Chief Executive Officer

L. Gordon Crovitz has served as a member of the board of directors since August 2012 and Interim Chief Executive Officer since September 2016. From 1980–2007 Mr. Crovitz held a number of positions with Dow Jones and *The Wall Street Journal*, culminating in his role as Executive Vice President for Dow Jones and Publisher of *The Wall Street Journal*. He was co-founder of e-commerce software company Press+ in 2009. Mr. Crovitz serves on the boards of directors at Dunn & Bradstreet, Marin Software, Minneapolis Star Tribune, Business Insider, and Blurb. He is on the board of the American Association of Rhodes Scholars. Mr. Crovitz's management roles in the publishing industry and extensive experience as a director enables him to provide the Company with valuable guidance.



JOSEPH ABBOTT, JR.
Executive Vice President and Chief Financial Officer

Joe joined HMH from Morgan Stanley where as an investment banker in the Global Media and Communications Group he led the firm's advisory of clients in the education content and information services sectors. He has been involved in many of the most important transactions within the education sector over the last decade and brings a diverse combination of strategic, financial, and investor relations expertise. Prior to Morgan Stanley, Abbott served as an officer in the United States Navy where he held leadership roles aboard a ballistic missile submarine and as an assistant professor of Naval Science at Northwestern University. He received his MBA from the Kellogg School of Management and a BS from the United States Naval Academy.



WILLIAM BAYERS
Executive Vice President, General Counsel

Bill joined Houghton Mifflin in May of 2007 as Senior Vice President, Secretary and General Counsel and was made Executive Vice President, Secretary and General Counsel in March 2008. Previously, he served as Vice President and General Counsel of Harcourt Education Group. Bill oversees all legal, regulatory, and corporate matters for the Company. He is a graduate of Harvard College and Harvard Law School.

EXECUTIVE Leadership Team



ELLEN ARCHER

President, Houghton Mifflin Harcourt Trade Publishing

Ellen joined Houghton Mifflin Harcourt as President of HMH Trade Publishing in December 2015, with responsibility for driving the strategic growth and expansion of the Company's consumer publishing business. An experienced leader in publishing, consumer brands and multimedia, Archer spent 15 years at The Disney ABC Television Group. For five years she was President and Publisher of Hyperion Books, then a division of the Walt Disney Company, responsible for building the company's digital business, spearheading cross-platform initiatives, and releasing over 100 *New York Times* bestsellers. Ellen serves on the Foundation Board of New York Women in Communications and is a member of The Women's Forum of New York and Golden Seeds, an early stage investment firm with a focus on women leaders. She holds a BA in English Literature from Hamilton College, Clinton, NY.



BROOK COLANGELO

Executive Vice President and Chief Technology Officer

Brook joined HMH in 2013 as the CIO and was promoted to HMH's first-ever Chief Technology Officer in 2014. Brook focuses on strengthening and evolving the Company's digital core, leading enterprise-wide data and information security strategies, and elevating HMH's business processes and analytics function. Prior to joining HMH, Brook was the Chief Information Officer (CIO) of the White House & Executive Office of the President. Brook led efforts to develop systems for the most expansive online presence in the history of The White House and the United States presidency. Previously, Brook held several senior IT leadership roles, including CIO of the 2008 Democratic National Convention Committee, and helping the victims of Hurricane Katrina, Wilma and Retia recover as a member of the American Red Cross' Hurricane Recovery Program. Brook holds an honors degree in Political Communications from The George Washington University.



MARIANNE CONGDON-HOHMAN

Interim Senior Vice President, Human Resources

Marianne has served as Interim SVP of Human Resources since December 2016. She is responsible for HR strategy and policy, including talent management and acquisition, organizational design and employee benefits. Previously she served as VP and Associate General Counsel, where she partnered with and advised HR and business leaders on domestic and international employment-related legal issues. Marianne has also played an instrumental role on multiple business acquisition teams, including for HMH's 2015 acquisition of Scholastic's Educational Technology and Services division. Prior to joining HMH's Legal department in 2009, Marianne was an Associate in the Employment & Labor Group at Sidley Austin LLP. She also served as a U.S. Peace Corps Volunteer in Ghana, West Africa. Marianne holds a J.D. from the University of Michigan Law School and a B.A. in International Relations, also from U of M.

EXECUTIVE Leadership Team



MARY CULLINANE

Chief Content Officer and Executive Vice President, Product Planning, Development and Marketing

Mary is HMH's first Chief Content Officer. She has led the transformation of the company's content development capability, bringing a unique combination of education and business experience. Prior to joining HMH in 2012, Mary spent 10 years spearheading Microsoft's education-related innovation programs and initiatives worldwide, including its national 1:1 access programs and its groundbreaking School of the Future in Philadelphia. With another decade of experience as an educator, Director of Technology, and administrator in the public sector, Mary is a recognized thought leader in the area of education reform and the effective use of technology. She has testified before the U.S. Congress, and co-authored the book *What Next?*, which documents lessons learned during the building of the School of the Future. Mary holds a Master of Public Policy and Administration from Columbia University and a Bachelor of Arts from The College of New Jersey. Mary is a member of the board of the Boston Children's Museum.



MARTIN DAVY

Chief Platform Architect and Executive Vice President, Engineering

Martin joined Houghton Mifflin Harcourt in 2016 as HMH's first-ever Chief Platform Architect and Executive Vice President of Engineering. With over 20 years of experience in design, development, and delivery of industry-leading distributed applications, Martin is responsible for all of HMH's platform development and provides engineering leadership throughout the organization. Prior to joining HMH, Martin was Vice President of Worldwide Product Engineering for software company Pegasystems, where he led the engineering and development operations aspects of the Pega platform. Previously Martin held a variety of technology leadership roles, including Senior Vice President for Fidelity Investments' Asset Management division. Martin holds a Master of Science in Computer Science and a Bachelor of Science in Mathematics from the University of Kent in Canterbury, England.



ROSE ELSE-MITCHELL

Executive Vice President, Professional Services

Rose joined HMH as part of the Company's acquisition of Scholastic's Educational Technology and Services business in May 2015. Now as EVP of Professional Services, Rose leads HMH's newly formed Professional Services division, which combines all of the Company's services offerings into a single, industry-leading Professional Services organization. Most recently at Scholastic, Rose was Executive Vice President of K-12 US & Global Product Development, responsible for the company's edtech product strategy and development. Rose joined Scholastic in 2000 and held several positions within the company in her 15 year tenure, including Senior Vice President and Publisher and Vice President of Professional Services. Rose began her career as an English teacher for middle and high school. She holds a Master's degree from the University of Sydney in Australia and a Bachelor of Arts degree from the University of Oxford, U.K. Rose is a board member of the Institute of Play, based in New York City.

EXECUTIVE Leadership Team



CJ KETTLER

Executive Vice President and Chief of Consumer Brands And Strategy

CJ Kettler joined HMH in 2014 as CEO of Channel One News following HMH's acquisition of the company. Now as Executive Vice President and Chief of Consumer Brands and Strategy, CJ is responsible for the strategic development of HMH's consumer product portfolio. Prior to joining Channel One News, CJ was a Partner at Propeller Partners, LLC where she acted as a strategic consultant for large media companies and investors in the digital sector. As an entrepreneur, CJ was the Founder and CEO of LIME, the first multi-channel "green lifestyle" brand, now part of Gaiam's family of healthy lifestyle websites. CJ has also held leadership roles at Travelzoo, Oxygen Media, Solera Capital, MTV Networks, and CBS. CJ holds a Bachelor of Arts degree from Smith College and serves on a variety of boards in the digital media space, including as chairman of Healthychild.org's board.



LEE RAMSAYER

Executive Vice President, Global Sales

Before joining HMH, Lee served as Senior Vice President of sales for Monster's Government Solutions sector. While at Monster, Lee built a dedicated sales team that addressed workforce and economic development in regional economies, and also drove change management and new strategy development sales and system integration partnerships. Prior to Monster, Lee served as General Manager, Government Sales and Consulting Services for Microsoft. In this role, Lee led the development of Microsoft's strategic approach to state and local governments including the development of go-to-market strategies. Lee currently serves on the board of Innovate Education, a national organization focused on STEM education.

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Houghton Mifflin Harcourt™

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