

PROQUEST CO  
Form 8-K  
May 04, 2006

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 28, 2006

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**ProQuest Company**

(Exact Name of Registrant as Specified in its Charter)

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**Delaware**  
(State or Other Jurisdiction of

**1-3246**  
(Commission File Number)

**36-3580106**  
(I.R.S. Employer

Incorporation or Organization)

Identification No.)

**777 Eisenhower Parkway, Ann Arbor, Michigan**  
(Address of Principal Executive Offices)

**48106-1346**  
(Zip Code)

Registrant's telephone number, including area code: (734) 761-4700

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

.. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 420.14a-12)
  
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.02 Results of Operations and Financial Condition**

On April 28, 2006, ProQuest Company issued a press release providing preliminary restatement estimates for fiscal 2004 and first nine months of fiscal 2005 as well as 2006 revenue and EBIT guidance. The press release is attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits

| <b>Exhibit<br/>Number</b> | <b>Description</b>                   |
|---------------------------|--------------------------------------|
| 99.1                      | Press Release issued April 28, 2006. |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed in its behalf by the undersigned thereunto duly authorized.

DATE: April 28, 2006

PROQUEST COMPANY

BY /s/ Todd Buchardt  
Todd Buchardt

Senior Vice President and General Counsel

**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Description of Document</b>  |
|--------------------|---|
| 99.1               | Press Release by ProQuest Company, dated April 28, 2006 providing preliminary restatement estimates for fiscal 2004 and first nine months of fiscal 2005 as well as 2006 revenue and EBIT guidance. |