

**United States Bankruptcy Court** Pg 1 of 13  
**Southern District of New York** **Voluntary Petition**

Name of Debtor (if individual, enter Last, First, Middle): <b>Truvo USA LLC</b>	Name of Joint Debtor (Spouse) (Last, First, Middle): N/A
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): Truvo USA, Inc.; World Directories Inc.; VNU World Directories Inc.; ITT World Directories Inc.	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): N/A
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): <b>Employer ID: 13-2582258</b>	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): N/A
Street Address of Debtor (No. and Street, City, and State): <b>Corporation Trust Center, 1209 Orange Street                  Wilmington, DE</b> <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE 10017</div>	Street Address of Joint Debtor (No. and Street, City, and State): N/A <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>
County of Residence or of the Principal Place of Business: <b>Same as above</b>	County of Residence or of the Principal Place of Business: N/A
Mailing Address of Debtor (if different from street address): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE 19801</div>	Mailing Address of Joint Debtor (if different from street address): N/A <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>

Location of Principal Assets of Business Debtor (if different from street address above):  
**New York, NY** ZIP CODE

<b>Type of Debtor</b> (Form of Organization) (Check <b>one</b> box.)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<b>Nature of Business</b> (Check <b>one</b> box.)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other  <hr/> <b>Tax-Exempt Entity</b> (Check box, if applicable.)  <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check <b>one</b> box.)  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <hr/> <b>Nature of Debts</b> (Check one box.)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
---	---	--

<b>Filing Fee</b> (Check one box.)  <input checked="" type="checkbox"/> Full Filing Fee attached.  <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.  <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	<b>Chapter 11 Debtors</b>  <b>Check one box:</b> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).  <b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. ----- <b>Check all applicable boxes:</b> <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
--	--

<b>Statistical/Administrative Information</b>  <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.  Estimated Number of Creditors <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input checked="" type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000  Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input checked="" type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion  Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input checked="" type="checkbox"/> More than \$1 billion	<b>THIS SPACE IS FOR COURT USE ONLY</b>
--	---

**Voluntary Petition**  
(This page must be completed and filed in every case.)

Pg 2 of 13  
Name of Debtor(s):  
Truvo USA LLC

**All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet.)

Location Where Filed: N/A	Case Number: N/A	Date Filed: N/A
Location Where Filed: N/A	Case Number: N/A	Date Filed: N/A

**Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor** (If more than one, attach additional sheet.)

Name of Debtor: (see attached)	Case Number:	Date Filed:
District: Southern District of New York	Relationship:	Judge:

**Exhibit A**

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

Exhibit A is attached and made a part of this petition.

**Exhibit B**

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).

X N/A  
Signature of Attorney for Debtor(s) (Date)

**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

- Yes, and Exhibit C is attached and made a part of this petition.
- No.

**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

**Information Regarding the Debtor - Venue**

(Check any applicable box.)

- Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Certification by a Debtor Who Resides as a Tenant of Residential Property**

(Check all applicable boxes.)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

N/A  
(Name of landlord that obtained judgment)

N/A  
(Address of landlord)

- Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

**Voluntary Petition**  
(This page must be completed and filed in every case.)

Name of Debtor(s):  
**Truvo USA LLC**

**Signatures**

**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X \_\_\_\_\_  
Signature of Debtor

X \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (if not represented by attorney)

\_\_\_\_\_  
Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only **one** box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X \_\_\_\_\_  
(Signature of Foreign Representative)

\_\_\_\_\_  
(Printed Name of Foreign Representative)

\_\_\_\_\_  
Date

**Signature of Attorney\***

X /s/ Sean O'Neal  
Signature of Attorney for Debtor(s)

Sean O'Neal  
Printed Name of Attorney for Debtor(s)

Cleary Gottlieb Steen & Hamilton LLP  
Firm Name

One Liberty Plaza  
Address

New York, NY 10006

(212) 225-2000  
Telephone Number

7/1/2010  
Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
Printed Name and title, if any, of Bankruptcy Petition Preparer

\_\_\_\_\_  
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
Address

X \_\_\_\_\_

\_\_\_\_\_  
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.*

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Marc C. F. Goegebuer  
Signature of Authorized Individual

Marc C. F. Goegebuer  
Printed Name of Authorized Individual

Manager  
Title of Authorized Individual

7/1/2010  
Date

\_\_\_\_\_  
Date

**Attachment**

**Pending Chapter 11 Cases Filed by Affiliates of Truvo USA LLC**

<u>Name of Debtor</u>	<u>District</u>	<u>Case No. / Relationship</u>	<u>Date Filed / Judge</u>
Truvo Parent Corp.	S.D.N.Y.	T.B.D. / Affiliate	July 1, 2010 / T.B.D.
Truvo Intermediate LLC	S.D.N.Y.	T.B.D. / Affiliate	July 1, 2010 / T.B.D.
Truvo Subsidiary Corp.	S.D.N.Y.	T.B.D. / Affiliate	July 1, 2010 / T.B.D.
Truvo Acquisition Corp.	S.D.N.Y.	T.B.D. / Affiliate	July 1, 2010 / T.B.D.

## **CERTIFICATE OF RESOLUTION**

The undersigned, a duly authorized signatory of Truvo USA, LLC, a Delaware limited liability company (the “**Company**”), does hereby certify that Truvo Acquisition Corp., the sole member of the Company (the “**Member**”), has duly adopted the following resolutions by written consent pursuant to Section 18-302(d) of the Limited Liability Act of the State of Delaware and in accordance with the provisions of the respective operating agreement of the Company:

**WHEREAS**, the Company is a wholly-owned direct subsidiary of Truvo Acquisition Corp. and a wholly-owned indirect subsidiary of Truvo Parent Corp., the parent company of the Truvo companies;

**WHEREAS**, the Member has reviewed and considered the materials presented by the management of the Company and the financial and legal advisors of the Company regarding the liabilities and liquidity situation of the Company, the strategic alternatives available to the Company, and the impact of the foregoing on the Company;

**WHEREAS**, the Company desires to enter into a Plan Support Agreement substantially in the form of the draft document dated as of the date hereof and held in the records of the Company (including the exhibits and schedules thereto, the “**PSA**”), by and among the Company and the other parties identified thereon; and

**WHEREAS**, the Member believes that the PSA and the transactions contemplated thereby (the “**Transaction**”) are advisable and in the best interest of the Company and its creditors.

**NOW, THEREFORE, BE IT RESOLVED** that, in the judgment of the Member, it is desirable and in the best interest of the Company, its creditors and other stakeholders that the Company file a voluntary petition (the “**Petition**”) for relief under the provisions of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) and, upon the occurrence of the effective date of the plan of reorganization contemplated by the PSA or a plan of reorganization that is substantially similar thereto (the “**Plan**”), the Company will dissolve and liquidate pursuant to the Plan or otherwise applicable law;

**RESOLVED FURTHER**, that the managers of the Company (the “**Authorized Managers**”) be, and each of them hereby is, authorized and directed in the name and on behalf of the Company to execute and verify voluntary petitions to commence proceedings under chapter 11 of the Bankruptcy Code and to cause the same to be filed in any district at such time and venue as the Authorized Managers executing said petition shall determine;

**RESOLVED FURTHER**, that the Authorized Managers be, and each of them hereby is, authorized and directed to employ the law firm of Cleary Gottlieb Steen & Hamilton LLP as general bankruptcy counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code and related matters, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, the Authorized Managers be, and each of them hereby is, authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon filing of the case under chapter 11 of the Bankruptcy Code, and to cause to be filed an appropriate application for authority to retain the services of Cleary Gottlieb Steen & Hamilton LLP;

**RESOLVED FURTHER**, that the Authorized Managers be, and each of them hereby is, authorized and directed to employ the law firms of Jenner & Block LLP and Simpson Thacher & Bartlett LLP as conflict counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code and related matters, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, the Authorized Managers be, and each of them hereby is, authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon filing of the case under chapter 11 of the Bankruptcy Code, and to cause to be filed an appropriate application for authority to retain the services of Jenner & Block LLP and Simpson Thacher & Bartlett LLP;

**RESOLVED FURTHER**, that the Authorized Managers be, and each of them hereby is, authorized and directed to employ the firm of Houlihan Lokey Howard & Zukin (Europe), Limited, as restructuring and financial advisor to represent and assist the Company in carrying out its duties under the Bankruptcy Code and related matters, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, the Authorized Managers be, and each of them hereby is, authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon filing of the chapter 11 case, and to cause to be filed an appropriate application for authority to retain the services of Houlihan Lokey Howard & Zukin (Europe), Limited;

**RESOLVED FURTHER**, that the Authorized Managers be, and each of them hereby is, authorized and directed to employ any other professionals to assist the Company in carrying out its duties under the Bankruptcy Code and related matters; and in connection therewith, the Authorized Managers be, and each of them hereby is, authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to or immediately upon filing of the case under chapter 11 of the Bankruptcy Code, and to cause to be filed an appropriate

application for authority to retain the services of any other professionals as necessary;

**RESOLVED FURTHER**, that the Authorized Managers be, and each of them hereby is, authorized and directed, in the name and on behalf of the Company, to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers or documents, and to take any and all such other and further actions which the said Authorized Managers or the Company's legal counsel may deem necessary, proper or desirable in connection with the case under chapter 11 of the Bankruptcy Code, with a view to the successful prosecution of such case;

**RESOLVED FURTHER**, that the Member hereby determines that the PSA and the Transaction are advisable, fair to, and in the best interests of, the Company and its creditors;

**RESOLVED FURTHER**, that the PSA and the Transaction be, and hereby are, approved and adopted, with such changes an Authorized Manager shall approve, such approval to be evidenced conclusively by the execution and delivery thereof by any such Authorized Member;

**RESOLVED FURTHER**, that the Authorized Managers be, and each of them hereby is, authorized and directed, in the name and on behalf of the Company, to take such actions and to make, sign, execute, acknowledge and deliver any and all such additional documents, agreements, affidavits, applications for approvals or rulings of governmental or regulatory authorities, motions, orders, directions, certificates, requests, receipts, financing statements, or other instruments as may be reasonably required to give effect to the foregoing resolutions and to consummate the transactions contemplated by the foregoing resolutions, to execute and deliver such instruments, and to fully perform the terms and provisions thereof; and

**RESOLVED FURTHER**, that to the extent that any of the actions authorized by any of the foregoing resolutions have been taken by an Authorized Manager on behalf of the Company, such actions are hereby ratified and confirmed in their entirety.

/s/ Marc C. F. Goegebuer

Name: Marc C.F. Goegebuer

Title: Manager

Date: June 30, 2010

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X  
:  
*In re* : Chapter 11  
:  
Truvo USA LLC (fka Truvo USA, Inc.; World : Case No. 10- \_\_\_\_\_ ( )  
Directories Inc.; VNU World Directories Inc.; ITT World :  
Directories Inc.) :  
:  
Debtor. : Joint Administration Pending  
:  
----- X

**CORPORATE OWNERSHIP STATEMENT OF TRUVO USA LLC**

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1 and Rule 1007-3 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York, the following corporations directly or indirectly own 10% or more of any class of the equity interests of Truvo USA LLC: Truvo Acquisition Corp., Truvo Subsidiary Corp., Truvo Intermediate LLC, Truvo Parent Corp., Truvo Luxembourg S.a.r.l. and Apax Europe V-A, L.P. Truvo USA Inc. does not own 10% or more of any class of any publicly traded corporation's equity interests. Truvo USA LLC owns direct interests in the following general or limited partnerships or joint ventures: Axesa Servicios de Information Inc., Axesa Servicios de Information S & C, Parginas Amarelas SA, Truvo Information Holdings LLC, and Truvo Media Holdings LLC.

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, Marc C. F. Goegebuer, Manager of Truvo USA LLC, named as the debtor in this case, declare under penalty of perjury that I have read the foregoing Corporate Ownership Statement and that it is true and correct to the best of my information and belief.

Date: July 1, 2010

Signature: /s/ Marc C. F. Goegebuer  
Marc C. F. Goegebuer  
Manager of Truvo USA LLC

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X  
 :  
*In re* : Chapter 11  
 :  
 Truvo USA LLC (fka Truvo USA, Inc.; World : Case No. 10- \_\_\_\_\_ ( )  
 Directories Inc.; VNU World Directories Inc.; ITT World :  
 Directories Inc.) :  
 :  
 Debtor. : Joint Administration Pending  
 :  
 ----- X

**LIST OF EQUITY SECURITY HOLDERS OF TRUVO USA LLC**

The debtor in this chapter 11 case and certain affiliated entities each filed a petition in this Court on the date hereof for relief under chapter 11 of title 11 of the United States Code. Following is the list of the debtor's equity security holders, which was prepared in accordance with Rule 1007(a) of the Federal Rules of Bankruptcy Procedure for filing in this chapter 11 cases.

<i>Debtor</i>	<i>Equity Holder(s)</i>	<i>Address of Equity Holder(s)</i>	<i>Percentage of Equity Held</i>
Truvo USA LLC	Truvo Acquisition Corp.	Corporation Trust Center, 1209 Orange Street Wilmington, DE 19801	100%

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, Marc C. F. Goegebuer, Manager of Truvo USA LLC, named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date: July 1, 2010

Signature: /s/ Marc C. F. Goegebuer  
Marc C. F. Goegebuer  
Manager of Truvo USA LLC

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X  
:  
*In re* : Chapter 11  
:  
Truvo USA LLC (fka Truvo USA, Inc.; World : Case No. 10- \_\_\_\_\_ ( )  
Directories Inc.; VNU World Directories Inc.; ITT World :  
Directories Inc.) :  
:  
Debtor. : Joint Administration Pending  
:  
----- X

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS AGAINST  
TRUVO USA LLC**

Following is the list of the debtor’s creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 cases. The list does not include (1) persons who come within the definition of “insider” set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holder of the 20 largest unsecured claims.<sup>1</sup>

<i>Rank</i>	<i>Name, telephone number, fax number, complete mailing address, including zip code, of creditor and employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>Amount of claim (if secured also state value of security)</i>
1	The Bank of New York 101 Barclay Street, New York, NY 10286 Att: Corporate Trust Administration Fax: +1 212 815 5802/3	Guarantee of Euro-Denominated 8.50% Senior Notes Due 2014	Contingent	EUR 395,000,000 (secured; value of security: TBD)
2	The Bank of New York 101 Barclay Street, New York, NY 10286 Att: Corporate Trust Administration Fax: +1 212 815 5802/3	Guarantee of Dollar-Denominated 8.375% Senior Notes Due 2014	Contingent	\$200,000,000 (secured; value of security: TBD)
3	J.P. Morgan Europe Limited 125 London Wall London EC2Y 5AG UK Fax: +44 (0) 20 7777 2360 Attn: Ashisha Baluja	Guarantee of Borrowings under Senior Facility Agreement	Contingent	€777,624,505.73 (secured; value of security: TBD)

<sup>1</sup> The amounts provided herein are as of May 31, 2010 and excludes accrued interest

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, Marc C. F. Goegebuer, Manager of Truvo USA LLC, named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Creditors Holding 20 Largest Unsecured Claims and that it is true and correct to the best of my information and belief.

Date: July 1, 2010

Signature: /s/ Marc C. F. Goegebuer  
Marc C.F. Goegebuer  
Manager of Truvo USA LLC