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Filing date: **11/16/2009**

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

Proceeding	92047433
Party	Plaintiff Gado S.A.R.L.
Correspondence Address	John C. Holman Jacobson Holman PLLC 400 7th St NW Washington, DC 20004 UNITED STATES mlerner@ssbb.com,pcarey@ssbb.com
Submission	Testimony For Plaintiff
Filer's Name	Mark Lerner, Esq.
Filer's e-mail	mlerner@ssbb.com, rcarrillo@ssbb.com, dgerard@ssbb.com
Signature	/mlerner/
Date	11/16/2009
Attachments	09 11 16 Stipulation to Submit Testimony by Affidavit.pdf ( 3 pages )(78788 bytes ) 09 11 16 Exhibit A - Stipulation to Submit Testimony by Affidavit.pdf ( 73 pages )(4209210 bytes )

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

GADO S.R.L.

Petitioner,

-against-

JAY-Y ENTERPRISE CO., INC.,

Respondent.

: Cancellation No. 92047433  
:  
: STIPULATION FOR THE  
: SUBMISSION OF TESTIMONY  
: BY AFFIDAVIT  
:  
:

WHEREAS Petitioner Gado S.R.L.<sup>1</sup> (“Gado”) has obtained and produced a copy of an Affidavit executed by Michael K. Moran, Executive Vice President of Audit Services for the Audit Bureau of Circulations (“ABC”), dated November 2, 2009 (the “ABC Affidavit”); and

WHEREAS a true and accurate copy of the ABC Affidavit is attached hereto as Exhibit A, and is stamped ABC 00001 to ABC 00072; and

WHEREAS Gado requests that the testimony of Mr. Moran as provided in the ABC Affidavit be submitted in the instant proceeding in the form of an affidavit in lieu of a testimonial deposition, as contemplated by 37 C.F.R. § 2.123(b); and

WHEREAS Respondent Jay-Y Enterprise Co., Inc. (“Jay-Y”) consents to this request;

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned attorneys of record for all parties that have appeared in the instant cancellation proceeding, that the testimony of Michael K. Moran, Executive Vice President of Audit Services for the Audit Bureau of Circulations may be submitted in the instant proceeding in the form of the ABC Affidavit pursuant to 37 C.F.R. § 2.123(b), and the ABC Affidavit may be filed in the instant proceeding;

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<sup>1</sup> Gado changed its corporate name from Gado S.A.R.L. to Gado S.R.L. after the initiation of this proceeding.

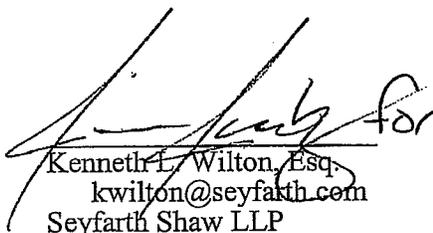
IT IS FURTHER STIPULATED AND AGREED, that Respondent Jay-Y reserves the right to make any objections as to the admissibility of the ABC Affidavit on any appropriate grounds;

IT IS FURTHER STIPULATED AND AGREED, that this stipulation may be executed by facsimile and in counterpart, and that counsel for both Gado and Jay-Y may be contacted via email address as reflected below.

Dated: November 16, 2009



Mark Lerner, Esq.  
mlerner@ssbb.com  
Robert Carrillo, Esq.  
rcarrillo@ssbb.com  
Satterlee, Stephens, Burke & Burke LLP  
230 Park Avenue, 11th Floor  
New York, NY 10169  
(212) 818-9200  
*Attorneys for Petitioner*

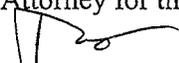


Kenneth L. Wilton, Esq.  
kwilton@seyfarth.com  
Seyfarth Shaw LLP  
2029 Century Park East, Suite 3500,  
Los Angeles, California 20067-3021  
(310) 277-7200

*Attorneys for Respondent*

*CERTIFICATE OF SERVICE*

I hereby certify that a copy of the foregoing was served on this 16 day of Nov 2009, by overnight mail and email to Kenneth L. Wilton, Seyfarth Shaw LLP, 2029 Century Park East, Suite 3500, Los Angeles, California 90067-3021, Attorney for the Respondent.

  
\_\_\_\_\_  
Robert Carrillo

To: Kenneth L. Wilton  
Seyfarth Shaw LLP  
2029 Century Park East, Suite 3500  
Los Angeles, California 90067-3021  
Attorney for the Respondent



# A F F I D A V I T

Prepared by the Audit Bureau of Circulations For:  
Satterlee Stephens Burke & Burke LLP  
230 Park Avenue, Suite 1130  
New York, NY 10169  
P: 212-818-9200 F: 212-818-9606  
www.ssbb.com

Re: GADO S.R.L., Petitioner v. JAY-Y ENTERPRISES CO., INC., Respondent  
Cancellation No. 92047433

I, Michael K. Moran, of the Village of Schaumburg in the State of Illinois, make oath and say:

1. I am Executive Vice President, Audit Services for the Audit Bureau of Circulations (ABC). My responsibilities include supervision of the auditing functions of ABC. I have personal knowledge of the matters set out in this affidavit.
2. The objectives of ABC are to receive statements of circulation data reported to ABC by publisher members (Publisher's Statements) and to issue an Audit Report based on standardized statements of circulation data or other data reported by a member. ABC verifies the figures shown in these Publisher's Statements by auditors' examination of any and all records considered by ABC to be necessary and disseminates data for the benefit of advertisers, advertising agencies and others interested in facts in the advertising and publishing industry.
3. For the purposes of accomplishing the objectives of ABC, ABC has the right of access to all books and records of publisher members deemed necessary by ABC. This right of access may be exercised at any time not only for the purpose of making an audit but also for the purpose of verifying a detail or details of a Publisher's Statement submitted to ABC, whether that Publisher's Statement has been released or not; or for the purpose of investigating the accuracy of an Audit Report already released; or for obtaining information which, in the opinion of the managing director, may be pertinent to a future Publisher's Statement or Audit Report. Publisher's Statements are statements of circulation data reported to ABC by a publisher member of the Bureau and issued unaudited (but subject to audit) by the Bureau.
4. The records maintained by the publications set forth in Paragraph 5 pertaining to circulation data and other data as reported in each Audit Report for the period covered were examined in accordance with ABC's Bylaws, Rules and Auditing Standards. Tests of the circulation records and other auditing procedures considered necessary were included. Based on

ABC's examination, the data shown in these reports present fairly the circulation data and other data as verified by ABC's auditors and in accordance with the Audit Report for each publication.

5. The following Audit Reports were prepared by ABC in the regular course of its business:

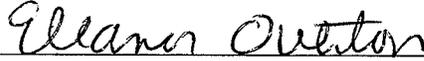
Publication	Audit Report for Audit Period
Details	12 months ended 12/31/95
Details	12 months ended 12/31/94
Details	12 months ended 12/31/93
Details	12 months ended 12/31/92
Details	12 months ended 12/31/91
Details	12 months ended 12/31/90
Details	6 months ended 6/30/89
Elle	12 months ended 12/31/96
Elle	12 months ended 12/31/97
Esquire	12 months ended 12/31/99
Esquire	12 months ended 12/31/97
Esquire	12 months ended 12/31/95
Esquire	12 months ended 12/31/94
Esquire	12 months ended 12/31/93
GQ-Gentlemen's Quarterly	12 months ended 12/31/93
GQ-Gentlemen's Quarterly	12 months ended 12/31/92
GQ-Gentlemen's Quarterly	12 months ended 12/31/91
GQ-Gentlemen's Quarterly	12 months ended 12/31/90
Harper's Bazaar	12 months ended 6/30/96
Harper's Bazaar	12 months ended 6/30/93
Harper's Bazaar	12 months ended 6/30/92
Harper's Bazaar	12 months ended 6/30/91
Harper's Bazaar	12 months ended 6/30/90
Interview	12 months ended 12/31/95
Interview	12 months ended 12/31/93
Interview	12 months ended 12/31/92
Interview	12 months ended 12/31/91
Vanity Fair	12 months ended 12/31/97
Vanity Fair	12 months ended 12/31/95
Vanity Fair	12 months ended 12/31/93
Vanity Fair	12 months ended 12/31/92
Vanity Fair	12 months ended 12/31/91
Vogue	12 months ended 12/31/99
Vogue	12 months ended 12/31/98
Vogue	12 months ended 12/31/97
Vogue	12 months ended 12/31/95
Vogue	12 months ended 12/31/94
Vogue	12 months ended 12/31/93
Vogue	12 months ended 12/31/92
Vogue	12 months ended 12/31/91
W Magazine	12 months ended 12/31/97
W Magazine	12 months ended 12/31/95
W Magazine	12 months ended 12/31/94
W Magazine	12 months ended 12/31/93
Daily Variety (Morning)	12 months ended 3/31/97
Daily Variety (Morning)	12 months ended 3/31/95
Daily Variety (Morning)	12 months ended 6/30/93

Enclosed herewith and marked as **EXHIBIT 1** through **EXHIBIT 47** are true Audit Reports for Details, Elle, Esquire, GQ-Gentlemen's Quarterly, Harper's Bazaar, Interview, Vanity Fair, Vogue, W Magazine and Daily Variety (Morning) for the audit periods indicated above.

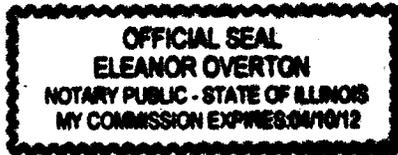


MICHAEL K. MORAN  
Executive Vice President,  
Audit Services

SWORN BEFORE ME at the City  
of Schaumburg, in the  
State of Illinois, The United States  
of America, this 2<sup>nd</sup> day of  
November, 2009.



A Notary Public for Taking Affidavits, etc.





PRINTED AND RELEASED  
 BY ABC FEBRUARY, 1997

**Exhibit 1**

**AUDIT REPORT: Magazine**

ANALYZED PAID CIRCULATION  
 DETAILS

New York, New York 10017

FIELD SERVED: DETAILS is edited as a young man's style magazine. The publication covers fashion, sports, music, adventure, humor, entertainment, grooming, relationships and world affairs.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1995:**

<b>Total Average Paid Circulation:</b>	<b>475,118</b>	
Advertising Rate Base:	475,000	
% Above/Below Rate Base (+/-)	0.0	
<b>Total Average Non-Analyzed Non-Paid Circulation:</b>	<b>45,075</b>	
		<b>% of Total</b>
Subscriptions: Individual	278,488	58.6
Single Copy Sales:	196,630	41.4
		<hr/> 100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1995 Issue	Subscriptions	Single Copy Sales	Total Paid	1995 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	279,493	172,886	452,379	July	271,010	194,033	465,043
Feb.	277,980	184,782	462,762	Aug.	267,536	199,860	467,396
Mar.	278,337	192,797	471,134	Sept.	277,026	213,360	490,386
Apr.	284,908	205,481	490,389	Oct.	280,739	213,863	494,602
May	277,946	276,865	554,811	Nov.	277,282	150,148	427,430
June	278,378	182,990	461,368	Dec.	291,222	172,497	463,719

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1992	1993	1994	1995
March 31	242,278	371,028	481,634	462,092
June 30	259,792	421,912	465,759	502,189
September 30	319,298	465,235	485,192	474,275
December 31	335,975	462,812	457,919	461,917

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 8,717 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1995 issue was released April 10, 1996 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

February, 1997

**Audit Bureau of Circulations**

(04-0238-7 - #168107 - 263 - 532)

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**Audit Bureau  
 of Circulations**

PRINTED AND RELEASED  
 BY ABC NOVEMBER, 1995

**Exhibit 2**

**AUDIT REPORT: Magazine**

**DETAILS  
 New York, New York**

**FIELD SERVED: DETAILS** is edited as a young man's style magazine. The publication covers fashion, sports, music, adventure, humor, entertainment, grooming, relationships and world affairs.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1994:**

<b>Total Average Paid Circulation:</b>	<b>472,626</b>	
Advertising Rate Base:	400,000	
% Above/Below Rate Base (+/-)	18.2	
<b>Total Average Non-Analyzed Non-Paid Circulation:</b>	<b>39,023</b>	
		% of Total
Subscriptions: Individual	281,571	59.6
Single Copy Sales:	191,055	40.4
		100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1994 Issue	Subscriptions	Single Copy Sales	Total Paid	1994 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	272,723	178,583	451,306	July	286,580	220,877	507,457
Feb.	279,941	202,294	482,235	Aug.	281,377	182,640	464,017
Mar.	290,765	220,597	511,362	Sept.	284,504	199,597	484,101
Apr.	277,462	165,042	442,504	Oct.	283,413	164,439	447,852
May	281,419	205,069	486,488	Nov.	285,043	161,634	446,677
June	283,929	184,357	468,286	Dec.	271,694	207,534	479,228

**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous three years and period covered by this report:

Calendar Quarter Ended	1991	1992	1993	1994
March 31	128,397	242,278	371,028	481,634
June 30	147,043	259,792	421,912	465,759
September 30	184,729	319,298	465,235	485,192
December 31	188,090	335,975	462,812	457,919

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 2,549 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1994 issue was released May 3, 1995 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

October, 1995

**Audit Bureau of Circulations**

(04-0238-7 - #165260 - 387 - 346)

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**Audit Bureau  
of Circulations**

PRINTED AND RELEASED  
BY ABC MAY, 1995

**AUDIT REPORT: Magazine**

DETAILS  
New York, New York

**FIELD SERVED:** DETAILS is edited as a young man's style magazine. The publication covers fashion, sports, music, adventure, humor, entertainment, grooming, relationships and world affairs.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1993:**

<b>Total Average Paid Circulation:</b>		<b>430,247</b>	
Advertising Rate Base:	to 06/30/93	225,000	
	since 06/30/93	300,000	
% Above/Below Rate Base (+/-)		63.9	
<b>Total Average Non-Analyzed Non-Paid Circulation:</b>		<b>40,768</b>	
			<b>% of Total</b>
Subscriptions: Individual		241,885	56.2
Single Copy Sales:		188,362	43.8
			<hr/> 100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1993 Issue	Subscriptions	Single Copy Sales	Total Paid	1993 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	196,421	155,837	352,258	July	249,499	196,721	446,220
Feb.	200,556	169,097	369,653	Aug.	260,593	176,770	437,363
Mar.	213,112	178,060	391,172	Sept.	267,692	244,430	512,122
Apr.	221,012	185,178	406,190	Oct.	271,065	200,729	471,794
May	230,950	163,736	394,686	Nov.	272,108	165,282	437,390
June	237,895	226,965	464,860	Dec.	281,717	197,535	479,252

**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous three years and period covered by this report:

Calendar Quarter Ended	1990	1991	1992	1993
March 31	111,232	128,397	242,278	371,028
June 30	99,568	147,043	259,792	421,912
September 30	119,935	184,729	319,298	465,235
December 31	120,488	188,090	335,975	462,812

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 428 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1993 issue was released June 8, 1994 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

April, 1995

**Audit Bureau of Circulations**

(04-0238-7 - #164038 - 262 - 093)

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**Audit Bureau  
 of Circulations**

**AUDIT REPORT: Magazine**  
**DETAILS**  
 New York, New York

CLASS, INDUSTRY OR FIELD SERVED: DETAILS is edited as a young man's style magazine. The publication covers fashion, sports, music, adventure, humor, entertainment, grooming, relationships and world affairs.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1992:**

Subscriptions:		143,583
Single Copy Sales:		145,753
<b>TOTAL AVERAGE PAID CIRCULATION</b>		<b>289,336</b>
Advertising Rate Base	to 07/01/92	175,000
	since 07/01/92	225,000
<b>Total Average Non-Analyzed Non-Paid Circulation</b>		<b>31,386</b>

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1992 Issue	Subscriptions	Single Copy Sales	Total Paid	1992 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	112,468	107,849	220,317	July	141,917	168,633	310,550
Feb.	117,910	123,400	241,310	Aug.	146,811	144,152	290,963
Mar.	121,034	144,174	265,208	Sept.	159,240	197,142	356,382
Apr.	131,382	99,863	231,245	Oct.	158,659	161,835	320,494
May	141,824	125,418	267,242	Nov.	168,139	117,157	285,296
June	146,704	134,184	280,888	Dec.	176,906	225,230	402,136

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1989	1990	1991	1992
March 31	73,300	111,232	128,397	242,278
June 30	89,247	99,568	147,043	259,792
September 30	107,013	119,935	184,729	319,298
December 31	97,802	120,488	188,090	335,975

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 347 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1992 issue was released June 11, 1993 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

February, 1994

**Audit Bureau of Circulations**

(04-0238-7 - #161204 - 469 - 645)

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**Audit Bureau  
 of Circulations**

PRINTED AND RELEASED  
 BY ABC MARCH, 1993

**Exhibit 5**

**AUDIT REPORT: Magazine**

DETAILS  
 New York, New York

CLASS, INDUSTRY OR FIELD SERVED: DETAILS is edited as a young man's style magazine. The publication covers fashion, sports, music, adventure, humor, entertainment, grooming, relationships and world affairs.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1991:**

Subscriptions:		73,884
Single Copy Sales:		<u>88,181</u>
<b>AVERAGE TOTAL PAID CIRCULATION</b>		<b>162,065</b>
Advertising Rate Base/Circulation Guarantee	to 06/30/91	100,000
Advertising Rate Base	since 06/30/91	125,000
Average Total Non-Paid Distribution	26,257	

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1991 Issue	Subscriptions	Single Copy Sales	Total Paid	1991 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	62,044	70,531	132,575	July	74,140	93,770	167,910
Feb.	63,833	59,688	123,521	Aug.	70,752	129,304	200,056
Mar.	66,116	62,980	129,096	Sept.	71,444	114,778	186,222
Apr.	69,600	82,184	151,784	Oct.	79,521	100,531	180,052
May	72,293	74,081	146,374	Nov.	86,718	101,955	188,673
June	72,229	70,741	142,970	Dec.	97,909	97,635	195,544

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous audits and period covered by this report:**

Calendar Quarter Ended	1989	1990	1991
March 31	73,300	111,232	128,397
June 30	89,247	99,568	147,043
September 30	107,013	119,935	184,729
December 31	97,802	120,488	188,090

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 1,079 copies per issue deduction.

A Supplemental Data Report consisting of analyses of circulation by counties for the September, 1991 issue was released April 22, 1991 for this publication. Data in this report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

February, 1993

**Audit Bureau of Circulations**

(04-0238-7 - #159077 - 061 - 338)

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**Audit Bureau  
of Circulations**

PRINTED AND RELEASED  
BY ABC FEBRUARY, 1992

**Exhibit 6**

**AUDIT REPORT: Magazine**

**DETAILS  
New York, New York**

CLASS, INDUSTRY OR FIELD SERVED: DETAILS is a national fashion and lifestyle publication. It is dedicated to discovering the newest talents and trends in the world of fashion, art, music, nightlife, restaurants and other worlds as they emerge.

**REPORT FOR 18 MONTHS ENDED DECEMBER 31, 1990:**

In accordance with Chapter B 3.5(b) of the Bureau's Rules, averages shown in Par. 1 are for 12 months ended December 31, 1990 and for 6 months ended December 31, 1989.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1990:**

Subscriptions:			59,148
Single Copy Sales:			<u>53,102</u>
<b>AVERAGE TOTAL PAID CIRCULATION</b>			<b>112,250</b>
Advertising Rate Base/Circulation Guarantee		to 12/31/89	None Claimed
Advertising Rate Base		since 12/31/89	100,000
Average Total Non-Paid Distribution	26,235		

**AVERAGE PAID CIRCULATION FOR 6 MONTHS ENDED DECEMBER 31, 1989:**

Subscriptions:			52,610
Single Copy Sales:			<u>48,876</u>
<b>AVERAGE TOTAL PAID CIRCULATION</b>			<b>101,486</b>
Advertising Rate Base/Circulation Guarantee			None Claimed
Average Total Non-Paid Distribution	26,484		

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1989 Issue	Subscriptions	Single Copy Sales	Total Paid	1990 Issue	Subscriptions	Single Copy Sales	Total Paid
Aug.	52,158	52,878	105,036	Feb.	56,731	44,490	101,221
Sept.	47,986	61,004	108,990	Mar.	59,246	61,997	121,243
Oct.	53,370	30,867	84,237	Apr.	57,922	40,545	98,467
Nov.	55,275	39,255	94,530	May	60,510	38,304	98,814
Dec.	54,262	60,378	114,640	June/July	57,996	43,426	101,422
				Aug.	56,844	42,064	98,908
				Sept.	60,796	80,165	140,961
				Oct.	59,479	67,344	126,823
				Nov.	60,289	58,889	119,178
				Dec.	61,663	53,799	115,462

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AVERAGE PAID CIRCULATION BY QUARTERS for the previous audit and period covered by this report:

Calendar Quarter Ended	1989	1990
March 31	73,300	111,232
June 30	89,247	99,568
September 30	107,013	119,935
December 31	97,802	120,488

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AUDIT STATEMENT

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the 12 months ended December 31, 1990 is 1,183 copies per issue addition to paid circulation.

The difference shown in average paid circulation in comparing this report with the Publisher's Statement for the 6 months ended December 31, 1989 is 832 copies per issue deduction from paid circulation.

A Supplemental Data Report consisting of analyses of circulation by counties for the September, 1990 issue was released June 4, 1990 for this publication. Data in these reports have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

January, 1992

**Audit Bureau of Circulations**

(Details, New York, NY, Page #2 - 04-0238-7 - #156584 - 542 - DVK)

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**Audit Bureau  
of Circulations**

PRINTED AND RELEASED  
BY ABC DECEMBER, 1989

**Exhibit 7**

**AUDIT REPORT: Magazine**

Initial Audit - See Par. 11(a)

**DETAILS**

New York, New York

CLASS, INDUSTRY OR FIELD SERVED: DETAILS is a national fashion and lifestyle publication. It is dedicated to discovering the newest talents and trends in the world of fashion, art, music, nightlife, restaurants and other worlds as they emerge.

**1. AVERAGE PAID CIRCULATION FOR 6 MONTHS ENDED JUNE 30, 1989:**

Subscriptions:	40,037
Single Copy Sales:	<u>42,831</u>
<b>AVERAGE TOTAL PAID CIRCULATION</b>	<b>82,868</b>
Advertising Rate Base/Circulation Guarantee	None Claimed
Average Total Non-Paid Distribution	27,163

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

Issue	Subscriptions	Single Copy Sales	Total Paid	Issue	Subscriptions	Single Copy Sales	Total Paid
Feb.	28,593	39,372	67,965	May	44,094	39,968	84,062
Mar.	31,140	47,494	78,634	June/July	52,582	51,283	103,865
Apr.	43,776	36,039	79,815				

**AVERAGE PAID CIRCULATION BY QUARTERS for the period covered by this report:**

Calendar Quarter Ended	1989
March 31	73,300
June 30	89,247
September 30	
December 31	

**AUDIT STATEMENT**

This is an Initial Audit covering the six month period ended June 30, 1989 and release of this report constitutes qualification and acceptance of membership.

DETAILS is published ten times per year by Details Publishing Corp., 611 Broadway, Room 711, New York, New York 10012.

**ANALYSIS OF THE TOTAL NEW AND RENEWAL SUBSCRIPTIONS SOLD  
 AND REPORTED IN PARAGRAPHS 3-4-5-6  
 DURING THE 6 MONTH PERIOD ENDED JUNE 30, 1989**

**3. AUTHORIZED PRICES:**

(a) Basic Prices: Subscriptions: 1 yr. (10 issues) \$12.00; Canada, 1 yr. (10 issues) \$20.00; Foreign, 1 yr. \$27.00	)	
Single Copy: \$2.00; Canada and Foreign, \$2.50	)	43,594
(b) Higher than basic prices:		None of record
(c) Lower than basic prices: 10 issues \$6.00, \$10.00; 12 issues \$12.00; 16 issues \$15.97..		1,458
(d) Association subscription prices:		None of record
TOTAL SUBSCRIPTIONS SOLD IN PERIOD		<u>45,052</u>

**4. DURATION OF SUBSCRIPTIONS SOLD:**

(a) One to six months (1 to 5 issues)	22
(b) Seven to twelve months (6 to 10 issues)	41,234
(c) Thirteen to twenty-four months	2,579
(d) Twenty-five to thirty-six months	114
(e) Thirty-seven to forty-eight months	1,103
(f) Forty-nine months and more	None of record
TOTAL SUBSCRIPTIONS SOLD IN PERIOD	<u>45,052</u>

**5. CHANNELS OF SUBSCRIPTION SALES:**

(a) Ordered by mail and/or direct request	42,605
(b) Ordered through salespeople:	
1. Catalog agencies and individual agents	91
2. Publisher's own and other publishers' salespeople	None of record
3. Independent agencies' salespeople	1,926
4. Newspaper agencies	None of record
5. Members of schools, churches, fraternal and similar organizations	430
(c) Association memberships	None of record
(d) All other channels	None of record
TOTAL SUBSCRIPTIONS SOLD IN PERIOD	<u>45,052</u>

**6. USE OF PREMIUMS:**

(a) Ordered without premium	45,052
(b) Ordered with material reprinted from this publication	None of record
(c) Ordered with other premiums	None of record
TOTAL SUBSCRIPTIONS SOLD IN PERIOD	<u>45,052</u>

**ADDITIONAL CIRCULATION INFORMATION**

**7. POST EXPIRATION COPIES INCLUDED IN PAID CIRCULATION (PAR. 1):**

Average number of copies served on subscriptions not more than three months after expiration None of record

**8. COLLECTION STIMULANTS:** None of record

**9. BASIS ON WHICH COPIES WERE SOLD TO RETAIL OUTLETS:**

Fully returnable 100.00%

**10. U.S. PAID CIRCULATION BY ABCD COUNTY SIZE:**

Magazines of less than 500,000 average total paid circulation not required to answer this paragraph.

**11. EXPLANATORY:**

(a) This is the Initial Audit covering the 6 month period ended June 30, 1989 and release of the report constitutes qualification and acceptance of membership.

**12. GEOGRAPHIC ANALYSIS OF TOTAL PAID CIRCULATION FOR THE MAY, 1989 ISSUE:**

(Not an average of 6 months)

STATE	Subs.	Single Copy Sales	TOTAL	% of Circ.	% of Pop.
Maine .....	108	96	204		
New Hampshire .....	100	41	141		
Vermont .....	73	33	106		
Massachusetts .....	1,440	1,986	3,426		
Rhode Island .....	231	123	354		
Connecticut .....	752	616	1,368		
<b>NEW ENGLAND</b>	<b>2,704</b>	<b>2,895</b>	<b>5,599</b>	<b>7.30</b>	<b>5.45</b>
New York .....	8,424	8,655	17,079		
New Jersey .....	2,058	1,283	3,341		
Pennsylvania .....	1,509	1,029	2,538		
<b>MIDDLE ATLANTIC</b>	<b>11,991</b>	<b>10,967</b>	<b>22,958</b>	<b>29.93</b>	<b>16.24</b>
Ohio .....	1,172	1,369	2,541		
Indiana .....	378	123	501		
Illinois .....	2,221	2,076	4,297		
Michigan .....	1,155	798	1,953		
Wisconsin .....	386	145	531		
<b>EAST N. CENTRAL</b>	<b>5,312</b>	<b>4,511</b>	<b>9,823</b>	<b>12.80</b>	<b>18.40</b>
Minnesota .....	489	196	685		
Iowa .....	146	43	189		
Missouri .....	444	248	692		
North Dakota .....	29	17	46		
South Dakota .....	20		20		
Nebraska .....	117	64	181		
Kansas .....	202	80	282		
<b>WEST N. CENTRAL</b>	<b>1,447</b>	<b>648</b>	<b>2,095</b>	<b>2.73</b>	<b>7.59</b>
Delaware .....	82	56	138		
Maryland .....	777	1,181	1,958		
District of Columbia ..	390	398	788		
Virginia .....	695	476	1,171		
West Virginia .....	70	79	149		
North Carolina .....	524	411	935		
South Carolina .....	204	118	322		
Georgia .....	767	402	1,169		
Florida .....	1,788	1,242	3,030		
<b>SOUTH ATLANTIC</b>	<b>5,297</b>	<b>4,363</b>	<b>9,660</b>	<b>12.59</b>	<b>16.31</b>

STATE	Subs.	Single Copy Sales	TOTAL	% of Circ.	% of Pop.
Kentucky .....	208	64	272		
Tennessee .....	323	661	984		
Alabama .....	250	88	338		
Mississippi .....	131	23	154		
<b>EAST S. CENTRAL</b>	<b>912</b>	<b>836</b>	<b>1,748</b>	<b>2.28</b>	<b>6.47</b>
Arkansas .....	126	23	149		
Louisiana .....	362	138	500		
Oklahoma .....	235	190	425		
Texas .....	1,774	1,282	3,056		
<b>WEST S. CENTRAL</b>	<b>2,497</b>	<b>1,633</b>	<b>4,130</b>	<b>5.38</b>	<b>10.48</b>
Montana .....	31	9	40		
Idaho .....	63	10	73		
Wyoming .....	11		11		
Colorado .....	461	256	717		
New Mexico .....	150	98	248		
Arizona .....	524	222	746		
Utah .....	123	45	168		
Nevada .....	146	127	273		
<b>MOUNTAIN</b>	<b>1,509</b>	<b>767</b>	<b>2,276</b>	<b>2.97</b>	<b>5.02</b>
Alaska .....	40		40		
Washington .....	513	328	841		
Oregon .....	265	212	477		
California .....	10,342	6,336	16,678		
Hawaii .....	271	118	389		
<b>PACIFIC</b>	<b>11,431</b>	<b>6,994</b>	<b>18,425</b>	<b>24.02</b>	<b>14.04</b>
Miscellaneous .....					
Unclassified .....					
<b>UNITED STATES</b>	<b>43,100</b>	<b>33,614</b>	<b>76,714</b>	<b>100.00</b>	<b>100.00</b>
U.S. Circ. Percent of Grand Total .....				<b>91.26</b>	
Poss. & Other Areas	145	144	289	0.34	
<b>U.S. &amp; POSS., etc.</b>	<b>43,245</b>	<b>33,758</b>	<b>77,003</b>	<b>91.60</b>	
Canada .....	287	4,571	4,858	5.78	
Foreign .....	439	1,639	2,078	2.47	
Unclassified .....					
Military or Civilian Personnel Overseas	123		123	0.15	
<b>GRAND TOTAL</b>	<b>44,094</b>	<b>39,968</b>	<b>84,062</b>	<b>100.00</b>	

NOTE: Total paid circulation of this issue was 1.44% greater than average total paid circulation for 6 months ended June 30, 1989.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

November, 1989

**Audit Bureau of Circulations**

(Details, New York, NY, Page #3 - #04-0238-7 - #151233 - 348 - SER)

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PRINTED AND RELEASED  
 BY ABC APRIL, 1998

**Exhibit 8**

**AUDIT REPORT: Magazine**

**ANALYZED PAID CIRCULATION  
 ELLE**

**New York, New York 10019**

**FIELD SERVED:** ELLE reports on emerging trends in fashion, beauty and style. It surrounds a visual core with features, plus news and analysis of the larger world readers inhabit. Everything from culture, health and politics, to the art and science of relationships.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1996:**

<b>Total Average Paid Circulation:</b>	<b>900,029</b>	
Advertising Rate Base:	875,000	
% Above/Below Rate Base (+/-)	2.9	
<b>Total Average Non-Analyzed Non-Paid Circulation:</b>	<b>48,994</b>	
		<b>% of Total</b>
Subscriptions: Individual	606,309	67.4
Single Copy Sales:	293,720	32.6
		<hr/> 100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1996 Issue	Subscriptions	Single Copy Sales	Total Paid	1996 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	601,263	255,285	856,548	July	599,891	265,944	865,835
Feb.	608,141	238,254	846,395	Aug.	601,891	303,306	905,197
Mar.	607,943	424,319	1,032,262	Sept.	598,270	511,110	1,109,380
Apr.	614,433	279,779	894,212	Oct.	598,926	259,292	858,218
May	617,545	228,861	846,406	Nov.	600,407	262,186	862,593
June	622,177	235,979	858,156	Dec.	604,816	260,332	865,148

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1993	1994	1995	1996
March 31	865,774	897,631	900,034	911,735
June 30	896,530	834,933	872,299	866,258
September 30	948,609	941,705	964,664	960,137
December 31	896,808	864,810	878,045	861,986

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 6,730 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1996 issue was released May 28, 1997, for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examination was made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

March, 1998

**Audit Bureau of Circulations**

(04-0275-0 - #172111 - 688 - 532)

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PRINTED AND RELEASED  
 BY ABC MARCH, 1999

**AUDIT REPORT: Magazine**  
 ANALYZED PAID CIRCULATION  
 ELLE  
 New York, New York 10019

**FIELD SERVED:** ELLE reports on emerging trends in fashion, beauty and style. It surrounds a visual core with features, plus news and analysis of the larger world readers inhabit. Everything from culture, health and politics, to the art and science of relationships.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1997:**

<b>Total Average Paid Circulation:</b>		<b>927,577</b>	
Advertising Rate Base:	to 09/01/97	875,000	
	since 09/01/97	900,000	
% Above/Below Rate Base (+/-)		5.0	
<b>Total Average Non-Analyzed Non-Paid Circulation:</b>		<b>42,233</b>	
			<b>% of Total</b>
Subscriptions: Individual		615,700	66.4
Single Copy Sales:		311,877	33.6
			<hr/> 100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1997 Issue	Subscriptions	Single Copy Sales	Total Paid	1997 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	597,771	361,879	959,650	July	622,271	233,068	855,339
Feb.	609,078	248,642	857,720	Aug.	623,486	350,213	973,699
Mar.	605,977	416,979	1,022,956	Sept.	625,991	522,816	1,148,807
Apr.	605,527	336,849	942,376	Oct.	623,812	248,589	872,401
May	605,927	243,922	849,849	Nov.	633,551	211,767	845,318
June	607,793	277,618	885,411	Dec.	627,211	290,185	917,396

**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous three years and period covered by this report:

Calendar Quarter Ended	1994	1995	1996	1997
March 31	897,631	900,034	911,735	946,775
June 30	834,933	872,299	866,258	892,545
September 30	941,705	964,664	960,137	992,615
December 31	864,810	878,045	861,986	878,372

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 4,839 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1997 issue was released May 27, 1998 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examination was made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

March, 1999

**Audit Bureau of Circulations**

(04-0275-0 - #175915 - 085 - 532)

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Audit Bureau  
 of Circulations  
 900 N. Meacham Road  
 Schaumburg, IL 60173-4968

# AUDIT REPORT: Magazine

ANALYZED PAID CIRCULATION

ESQUIRE

New York, New York 10019

**FIELD SERVED:** ESQUIRE is a magazine encompassing all aspects of how a man thinks and lives.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1999:**

<b>Total Average Paid Circulation:</b>		<b>680,236</b>
Paid Advertising Rate Base:		650,000
% Above/Below Rate Base (+/-)		4.7
		% of Total
Subscriptions: Individual	519,642	76.4
Bulk (See Explanatory)	75,436	11.1
Total Subscriptions:	<u>595,078</u>	
Single Copy Sales:	85,158	12.5
Total Paid Circulation	<u>680,236</u>	100.0

1a. This publication does not report analyzed non-paid circulation.

**1b. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**1c. AVERAGE NON-ANALYZED NON-PAID CIRCULATION**

Average non-analyzed non-paid circulation 26,220

Average non-analyzed non-paid circulation – Under ABC Rules, copies which were distributed but did not meet ABC rules for inclusion in paid (i.e. complimentary copies, staff and advertising copies and copies served on credit where no payment was ever received) are reported in this paragraph.

**2. PAID CIRCULATION BY ISSUES:**

1999 Issue	Subscriptions	Single Copy Sales	Total Paid	1999 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	574,824	105,045	679,869	July	598,695	59,787	658,482
Feb.	597,361	123,724	721,085	Aug.	589,791	86,611	676,402
Mar.	597,257	99,087	696,344	Sept.	596,513	69,491	666,004
Apr.	591,267	76,336	667,603	Oct.	596,571	94,930	691,501
May	604,677	65,242	669,919	Nov.	599,383	94,752	694,135
June	591,000	47,100	638,100	Dec.	603,591	99,792	703,383

---

**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous three years and period covered by this report:

Calendar Quarter Ended	1996	1997	1998	1999
March 31	670,235	631,163	693,220	699,099
June 30	634,864	657,245	646,185	658,541
September 30	636,499	652,361	647,946	666,963
December 31	616,990	682,284	676,881	696,340

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**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 3,564 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the August, 1999 issue was released May 26, 2000 for this publication. Data in that report have been verified as part of this audit.

**Explanatory:**

Bulk subscriptions averaging 75,436 copies per issue, represent copies sold in quantities of 11 to 25,000 to business concerns mostly comprised of Physician Specialists and private fitness clubs. Copies were mailed to individual addresses by the publisher.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examination was made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

February, 2001

**Audit Bureau of Circulations**  
(Esquire, New York, NY, Page #2 - 04-0295-0 - #184436 - 467 - 175)

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**Audit Bureau  
 of Circulations**

PRINTED AND RELEASED  
 BY ABC SEPTEMBER, 1998

**Exhibit 11**

**AUDIT REPORT: Magazine**

ANALYZED PAID CIRCULATION  
 ESQUIRE

New York, New York 10019

**FIELD SERVED:** ESQUIRE is a magazine encompassing all aspects of how a man thinks and lives.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1997:**

<b>Total Average Paid Circulation:</b>	<b>655,763</b>	
Advertising Rate Base:	650,000	
% Above/Below Rate Base (+/-)	0.9	
 Total Average Non-Analyzed Non-Paid Circulation:	 52,966	
		% of Total
Subscriptions: Individual	568,130	86.6
Single Copy Sales:	87,633	13.4
		100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1997 Issue	Subscriptions	Single Copy Sales	Total Paid	1997 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	523,138	133,337	656,475	July	576,396	85,830	662,226
Feb.	541,426	56,793	598,219	Aug.	557,025	84,220	641,245
Mar.	545,502	93,293	638,795	Sept.	576,247	77,364	653,611
Apr.	547,866	89,185	637,051	Oct.	580,697	68,241	648,938
May	582,359	78,001	660,360	Nov.	602,468	85,386	687,854
June	580,801	93,524	674,325	Dec.	603,633	106,426	710,059

**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous three years and period covered by this report:

Calendar Quarter Ended	1994	1995	1996	1997
March 31	754,002	712,460	670,235	631,163
June 30	716,394	698,701	634,864	657,245
September 30	762,508	716,381	636,499	652,361
December 31	742,626	673,460	616,990	682,284

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 10,182 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the August, 1997 issue was released May 27, 1998 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examination was made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

September, 1998

**Audit Bureau of Circulations**

(04-0295-0 - #173876 - 391 - 140)

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**Audit Bureau  
of Circulations**

PRINTED AND RELEASED  
BY ABC AUGUST, 1996

**Exhibit 12**

**AUDIT REPORT: Magazine**

ANALYZED PAID CIRCULATION

ESQUIRE

New York, New York 10019

FIELD SERVED: ESQUIRE is a magazine encompassing all aspects of how a man thinks and lives.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1995:**

<b>Total Average Paid Circulation:</b>		<b>700,250</b>	
Advertising Rate Base:	to 11/01/95	700,000	
	since 11/01/95	650,000	
% Above/Below Rate Base (+/-)		1.2	
<b>Total Average Non-Analyzed Non-Paid Circulation:</b>		<b>39,440</b>	
Subscriptions: Individual		559,406	% of Total 79.9
Bulk (See Explanatory)		27,417	3.9
<b>Total Subscriptions:</b>		<b>586,823</b>	
Single Copy Sales:		113,427	16.2
			<u>100.0</u>

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1995 Issue	Subscriptions	Single Copy Sales	Total Paid	1995 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	583,837	134,706	718,543	July	598,067	109,624	707,691
Feb.	595,571	91,774	687,345	Aug.	581,071	162,236	743,307
Mar.	599,212	132,280	731,492	Sept.	593,847	104,298	698,145
Apr.	595,194	114,866	710,060	Oct.	594,509	86,645	681,154
May	591,488	112,407	703,895	Nov.	571,077	122,951	694,028
June	583,527	98,620	682,147	Dec.	554,477	90,721	645,198

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1992	1993	1994	1995
March 31	724,106	705,968	754,002	712,460
June 30	697,038	720,201	716,394	698,701
September 30	726,159	724,244	762,508	716,381
December 31	715,693	739,080	742,626	673,460

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 4,496 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the August, 1995 issue was released May 22, 1996 for this publication. Data in that report have been verified as part of this audit.

**Explanatory:**

In accordance with Rule F 2.1(c), the following explanation of bulk sales is included.

An average of 27,417 copies per issue were served on bulk subscriptions sold to business concerns at 1 yr. \$8.00. Copies were mailed by publisher in bulk to purchaser for redistribution.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

August, 1996

**Audit Bureau of Circulations**

(Esquire, New York, NY, Page 2 - 04-0295-0 - #167079 - 112 - 088)

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**Audit Bureau  
 of Circulations**

PRINTED AND RELEASED  
 BY ABC SEPTEMBER, 1995

**Exhibit 13**

**AUDIT REPORT: Magazine**

ESQUIRE  
 New York, New York

**FIELD SERVED:** A range of masculine interests.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1994:**

<b>Total Average Paid Circulation:</b>	<b>743,882</b>	
Advertising Rate Base:	700,000	
% Above/Below Rate Base (+/-)	6.3	
<b>Total Average Non-Analyzed Non-Paid Circulation:</b>	<b>37,449</b>	
		% of Total
Subscriptions: Individual	609,318	81.9
Single Copy Sales:	134,564	18.1
		100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1994 Issue	Subscriptions	Single Copy Sales	Total Paid	1994 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	593,919	150,307	744,226	July	606,672	111,338	718,010
Feb.	617,706	134,585	752,291	Aug.	598,642	209,273	807,915
Mar.	618,538	146,950	765,488	Sept.	606,064	155,534	761,598
Apr.	616,888	88,662	705,550	Oct.	606,404	145,004	751,408
May	618,541	93,367	711,908	Nov.	606,116	102,479	708,595
June	617,160	114,563	731,723	Dec.	605,170	162,704	767,874

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1991	1992	1993	1994
March 31	732,421	724,106	705,968	754,002
June 30	721,912	697,038	720,201	716,394
September 30	750,521	726,159	724,244	762,508
December 31	729,047	715,693	739,080	742,626

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 4,047 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the August, 1994 issue was released April 12, 1995 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

August, 1995

**Audit Bureau of Circulations**

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**Audit Bureau  
 of Circulations**

PRINTED AND RELEASED  
 BY ABC DECEMBER, 1994

**Exhibit 14**

**AUDIT REPORT: Magazine**

**ESQUIRE**  
 New York, New York

CLASS, INDUSTRY OR FIELD SERVED: A range of masculine interests.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1993:**

<b>Total Average Paid Circulation:</b>	<b>722,374</b>	
Advertising Rate Base:	700,000	
% Above/Below Rate Base (+/-)	3.2	
<b>Total Average Non-Analyzed Non-Paid Circulation:</b>	<b>41,284</b>	
		% of Total
Subscriptions: Individual	607,259	84.1
Single Copy Sales:	115,115	15.9
		100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1993 Issue	Subscriptions	Single Copy Sales	Total Paid	1993 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	592,431	135,668	728,099	July	608,165	116,987	725,152
Feb.	601,829	108,928	710,757	Aug.	601,765	135,708	737,473
Mar.	602,564	76,485	679,049	Sept.	613,236	96,872	710,108
Apr.	605,914	95,934	701,848	Oct.	613,834	151,173	765,007
May	608,825	92,280	701,105	Nov.	613,296	124,380	737,676
June	607,392	150,259	757,651	Dec.	617,859	96,699	714,558

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1990	1991	1992	1993
March 31	733,070	732,421	724,106	705,968
June 30	748,574	721,912	697,038	720,201
September 30	722,682	750,521	726,159	724,244
December 31	707,210	729,047	715,693	739,080

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 3,173 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1993 issue was released June 15, 1994 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

December, 1994

**Audit Bureau of Circulations**

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**Audit Bureau  
of Circulations**

PRINTED AND RELEASED  
BY ABC MAY, 1995

**Exhibit 15**

**AUDIT REPORT: Magazine**  
**GQ-GENTLEMEN'S QUARTERLY**  
 New York, New York

**FIELD SERVED:** GQ is a magazine of personal style for contemporary men; personal style that is measured by wit, intelligence and self-confidence.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1993:**

<b>Total Average Paid Circulation:</b>		<b>719,730</b>	
Advertising Rate Base:	to 07/01/93	600,000	
	since 07/01/93	650,000	
% Above/Below Rate Base (+/-)		15.2	
<b>Total Average Non-Analyzed Non-Paid Circulation:</b>		<b>35,929</b>	
			<b>% of Total</b>
Subscriptions: Individual		415,894	57.8
Single Copy Sales:		303,836	42.2
			<hr/> 100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1993 Issue	Subscriptions	Single Copy Sales	Total Paid	1993 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	449,824	306,761	756,585	July	404,837	269,519	674,356
Feb.	448,412	304,393	752,805	Aug.	402,756	354,373	757,129
Mar.	454,416	327,255	781,671	Sept.	393,774	363,793	757,567
Apr.	448,207	252,347	700,554	Oct.	384,592	276,993	661,585
May	437,707	250,721	688,428	Nov.	375,451	312,945	688,396
June	414,861	316,809	731,670	Dec.	375,892	310,120	686,012

**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous three years and period covered by this report:

Calendar Quarter Ended	1990	1991	1992	1993
March 31	694,003	736,248	663,343	763,687
June 30	643,520	651,288	616,310	706,884
September 30	644,976	683,274	612,882	729,684
December 31	660,529	642,333	692,467	678,664

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 3,911 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1993 issue was released June 8, 1994 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

May, 1995

**Audit Bureau of Circulations**

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**Audit Bureau  
of Circulations**

PRINTED AND RELEASED  
BY ABC DECEMBER, 1993

**Exhibit 16**

**AUDIT REPORT: Magazine**

GQ-GENTLEMEN'S QUARTERLY  
New York, New York

CLASS, INDUSTRY OR FIELD SERVED: GQ is a magazine of personal style for contemporary men; personal style that is measured by wit, intelligence and self-confidence.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1992:**

Subscriptions:	315,571
Single Copy Sales:	330,680
<b>AVERAGE TOTAL PAID CIRCULATION</b>	<b>646,251</b>
Advertising Rate Base	600,000
Average Total Non-Paid Distribution	30,215

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1992 Issue	Subscriptions	Single Copy Sales	Total Paid	1992 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	305,847	430,761	736,608	July	295,711	293,396	589,107
Feb.	311,264	325,702	636,966	Aug.	294,749	278,219	572,968
Mar.	307,668	308,787	616,455	Sept.	293,322	383,249	676,571
Apr.	306,409	306,110	612,519	Oct.	295,977	243,840	539,817
May	305,923	304,601	610,524	Nov.	300,512	358,473	658,985
June	303,087	322,801	625,888	Dec.	466,378	412,221	878,599

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1989	1990	1991	1992
March 31	694,219	694,003	736,248	663,343
June 30	670,654	643,520	651,288	616,310
September 30	692,571	644,976	683,274	612,882
December 31	675,460	660,529	642,333	692,467

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 3,335 copies per issue addition.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1992 issue was released June 11, 1993 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

December, 1993

**Audit Bureau of Circulations**

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**Audit Bureau  
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PRINTED AND RELEASED  
BY ABC FEBRUARY 1993

**AUDIT REPORT: Magazine  
GQ-GENTLEMEN'S QUARTERLY  
New York, New York**

CLASS, INDUSTRY OR FIELD SERVED: GQ is a magazine of personal style for contemporary men; personal style that is measured by wit, intelligence and self-confidence.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1991:**

Subscriptions:	313,315
Single Copy Sales:	<u>364,970</u>
<b>AVERAGE TOTAL PAID CIRCULATION</b>	<b>678,285</b>
Advertising Rate Base	550,000
Average Total Non-Paid Distribution	31,818

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1991 Issue	Subscriptions	Single Copy Sales	Total Paid	1991 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	307,000	401,012	708,012	July	314,843	407,953	722,796
Feb.	308,092	425,789	733,881	Aug.	316,609	338,369	654,978
Mar.	315,461	451,389	766,850	Sept.	318,187	355,861	672,048
Apr.	317,558	377,534	695,092	Oct.	315,098	303,571	618,669
May	311,009	332,608	643,617	Nov.	313,726	320,332	634,058
June	312,005	303,149	615,154	Dec.	312,191	362,082	674,273

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1988	1989	1990	1991
March 31	677,721	694,219	694,003	736,248
June 30	661,058	670,654	643,520	651,288
September 30	671,453	692,571	644,976	683,274
December 31	680,913	675,460	660,529	642,333

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 5,261 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1991 issue was released April 20, 1992 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

January, 1993

**Audit Bureau of Circulations**

(04-0359-0 - #158838 - 061 - 381)

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**Audit Bureau  
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PRINTED AND RELEASED  
 BY ABC JANUARY, 1992

**Exhibit 18**

**AUDIT REPORT: Magazine**

**GQ-GENTLEMEN'S QUARTERLY  
 New York, New York**

CLASS, INDUSTRY OR FIELD SERVED: GQ is a magazine of personal style for contemporary men; personal style that is measured by wit, intelligence and self-confidence.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1990:**

Subscriptions:	303,755
Single Copy Sales:	<u>357,002</u>
<b>AVERAGE TOTAL PAID CIRCULATION</b>	<b>660,757</b>
Advertising Rate Base	550,000
Average Total Non-Paid Distribution	33,533

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1990 Issue	Subscriptions	Single Copy Sales	Total Paid	1990 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	303,302	442,968	746,270	July	305,286	256,064	561,350
Feb.	303,455	366,553	670,008	Aug.	304,587	384,027	688,614
Mar.	301,517	364,215	665,732	Sept.	306,693	378,272	684,965
Apr.	300,482	333,516	633,998	Oct.	309,746	362,858	672,604
May	293,155	368,315	661,470	Nov.	310,268	276,445	586,713
June	300,859	334,234	635,093	Dec.	305,713	416,557	722,270

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1987	1988	1989	1990
March 31	677,110	677,721	694,219	694,003
June 30	661,848	661,058	670,654	643,520
September 30	697,096	671,453	692,571	644,976
December 31	679,837	680,913	675,460	660,529

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 5,077 copies per issue addition to paid circulation.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1990 issue was released June 3, 1991 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

January, 1992

**Audit Bureau of Circulations**

(04-0359-0 - #156514 - 542 - KGL)

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PRINTED AND RELEASED  
 BY ABC MARCH, 1997

**AUDIT REPORT: Magazine**

ANALYZED PAID CIRCULATION  
**HARPER'S BAZAAR**  
 New York, New York 10019

**FIELD SERVED:** A magazine for the fashion-minded woman with emphasis on fashion and beauty. Also, informative coverage of health, travel and the arts.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED JUNE 30, 1996:**

<b>Total Average Paid Circulation:</b>		<b>752,066</b>	
Advertising Rate Base:	to 11/01/95	750,000	
	since 11/01/95	700,000	
% Above/Below Rate Base (+/-)		4.9	
<b>Total Average Non-Analyzed Non-Paid Circulation:</b>		<b>45,730</b>	
			<b>% of Total</b>
Subscriptions: Individual		542,090	72.1
Single Copy Sales:		209,976	27.9
			<hr/> 100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1995 Issue	Subscriptions	Single Copy Sales	Total Paid	1996 Issue	Subscriptions	Single Copy Sales	Total Paid
July	560,129	240,403	800,532	Jan.	528,855	186,951	715,806
Aug.	561,018	203,156	764,174	Feb.	538,220	221,049	759,269
Sept.	538,592	319,520	858,112	Mar.	525,942	237,778	763,720
Oct.	563,932	171,888	735,820	Apr.	546,104	185,868	731,972
Nov.	545,847	160,443	706,290	May	524,467	171,068	695,535
Dec.	547,795	263,262	811,057	June	524,167	158,324	682,491

**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous three years and period covered by this report:

Calendar Quarter Ended	1992	1993	1994	1995	1996
March 31		734,346	748,606	708,031	746,265
June 30		696,225	714,501	700,111	703,333
September 30	779,975	776,615	751,011	807,606	
December 31	721,465	674,341	745,314	751,056	

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 3,559 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the March, 1996 issue was released October 18, 1996 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

March, 1997

**Audit Bureau of Circulations**

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**Audit Bureau  
 of Circulations**

PRINTED AND RELEASED  
 BY ABC MAY, 1994

**Exhibit 20**

**AUDIT REPORT: Magazine**

**HARPER'S BAZAAR  
 New York, New York**

CLASS, INDUSTRY OR FIELD SERVED: A magazine for the fashion-minded woman with emphasis on fashion and beauty. Also, informative coverage of health, travel and the arts.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED JUNE 30, 1993:**

Subscriptions:	518,069
Single Copy Sales:	214,934
<b>TOTAL AVERAGE PAID CIRCULATION</b>	<b>733,003</b>
Advertising Rate Base/Circulation Guarantee	700,000
Total Average Non-Analyzed Non-Paid Circulation	28,205

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1992 Issue	Subscriptions	Single Copy Sales	Total Paid	1993 Issue	Subscriptions	Single Copy Sales	Total Paid
July	501,770	177,952	679,722	Jan.	528,024	198,682	726,706
Aug.	484,491	278,388	762,879	Feb.	516,581	198,955	715,536
Sept.	518,158	379,166	897,324	Mar.	495,859	264,937	760,796
Oct.	507,570	227,256	734,826	Apr.	522,769	204,041	726,810
Nov.	535,595	169,268	704,863	May	519,823	164,241	684,064
Dec.	560,886	163,819	724,705	June	525,305	152,495	677,800

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1989	1990	1991	1992	1993
March 31		673,384	712,143	734,731	734,346
June 30		733,717	709,873	728,952	696,225
September 30	763,668	777,769	743,829	779,975	
December 31	693,465	708,220	703,129	721,465	

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 11,195 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the March, 1993 issue was released January 10, 1994 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

May, 1994

**Audit Bureau of Circulations**

(04-0415-0 - #161863 - 017 - 349)

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**Audit Bureau  
 of Circulations**

PRINTED AND RELEASED  
 BY ABC DECEMBER, 1993

**Exhibit 21**

**AUDIT REPORT: Magazine**  
**HARPER'S BAZAAR**  
 New York, New York

CLASS, INDUSTRY OR FIELD SERVED: A magazine for the fashion-minded woman with emphasis on fashion and beauty. Also, informative coverage of health, entertaining, travel and the arts.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED JUNE 30, 1992:**

Subscriptions:	490,733
Single Copy Sales:	236,927
<b>AVERAGE TOTAL PAID CIRCULATION</b>	<b>727,660</b>
Advertising Rate Base	700,000
Average Total Non-Paid Distribution	34,536

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1991 Issue	Subscriptions	Single Copy Sales	Total Paid	1992 Issue	Subscriptions	Single Copy Sales	Total Paid
July	462,035	207,307	669,342	Jan.	492,986	239,271	732,257
Aug.	472,103	352,652	824,755	Feb.	506,123	191,343	697,466
Sept.	457,300	280,089	737,389	Mar.	505,340	269,129	774,469
Oct.	469,324	253,563	722,887	Apr.	504,757	220,866	725,623
Nov.	505,372	160,903	666,275	May	501,329	170,146	671,475
Dec.	514,228	205,998	720,226	June	497,897	291,862	789,759

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1988	1989	1990	1991	1992
March 31		712,822	673,384	712,143	734,731
June 30		680,938	733,717	709,873	728,952
September 30	817,978	763,668	777,769	743,829	
December 31	661,142	693,465	708,220	703,129	

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 4,876 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the February, 1992 issue was released for this publication. Data included in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

November, 1993

**Audit Bureau of Circulations**

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**Audit Bureau  
of Circulations**

PRINTED AND RELEASED  
BY ABC APRIL, 1992

**Exhibit 22**

**AUDIT REPORT: Magazine**

HARPER'S BAZAAR  
New York, New York

CLASS, INDUSTRY OR FIELD SERVED: A magazine for the fashion-minded woman with heavy emphasis on fashion and beauty. Also, informative coverage of the latest in health, entertaining, travel and the arts.

1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED JUNE 30, 1991:

Subscriptions:	472,805
Single Copy Sales:	254,196
<b>AVERAGE TOTAL PAID CIRCULATION</b>	<b>727,001</b>
Advertising Rate Base	700,000
Average Total Non-Paid Distribution	30,518

1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:

None of record

2. PAID CIRCULATION BY ISSUES:

1990 Issue	Subscriptions	Single Copy Sales	Total Paid	1991 Issue	Subscriptions	Single Copy Sales	Total Paid
July	468,496	213,229	681,725	Jan.	482,493	209,893	692,386
Aug.	428,614	356,160	784,774	Feb.	489,588	225,367	714,955
Sept.	435,582	431,227	866,809	Mar.	485,489	243,598	729,087
Oct.	463,725	308,552	772,277	Apr.	472,098	261,993	734,091
Nov.	469,556	215,019	684,575	May	501,465	199,812	701,277
Dec.	464,991	202,817	667,808	June	511,566	182,685	694,251

AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:

Calendar Quarter Ended	1987	1988	1989	1990	1991
March 31		749,143	712,822	673,384	712,143
June 30		713,006	680,938	733,717	709,873
September 30	820,309	817,978	763,668	777,769	
December 31	677,063	661,142	693,465	708,220	

AUDIT STATEMENT

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 5,037 copies per issue deduction from paid circulation.

A Supplemental Data Report consisting of an analysis of circulation by counties for the February, 1991 issue was released September 30, 1991 for this publication. Data included in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

March, 1992

**Audit Bureau of Circulations**

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**Audit Bureau  
of Circulations**

PRINTED AND RELEASED  
BY ABC JUNE, 1991

**AUDIT REPORT: Magazine**

HARPER'S BAZAAR  
New York, New York

**Exhibit 23**

CLASS, INDUSTRY OR FIELD SERVED: A magazine for the fashion-minded woman with heavy emphasis on fashion and beauty. Also, informative coverage of the latest in health, entertaining, travel and the arts.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED JUNE 30, 1990:**

Subscriptions:		432,803
Single Copy Sales:		283,256
<b>AVERAGE TOTAL PAID CIRCULATION</b>		<b>716,059</b>
Advertising Rate Base		700,000
Average Total Non-Paid Distribution	25,760	

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1989 Issue	Subscriptions	Single Copy Sales	Total Paid	1990 Issue	Subscriptions	Single Copy Sales	Total Paid
July	398,761	238,075	636,836	Jan.	427,613	254,197	681,810
Aug.	392,863	452,408	845,271	Feb.	435,798	262,056	697,854
Sept.	387,329	421,569	808,898	Mar.	416,045	224,444	640,489
Oct.	437,611	300,328	737,939	Apr.	430,907	252,812	683,719
Nov.	431,134	236,892	668,026	May	492,104	223,065	715,169
Dec.	434,649	239,780	674,429	June	508,819	293,445	802,264

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1986	1987	1988	1989	1990
March 31		702,845	749,143	712,822	673,384
June 30		743,066	713,006	680,938	733,717
September 30	754,269	820,309	817,978	763,668	
December 31	692,966	677,063	661,142	693,465	

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 4,327 copies per issue deduction from paid circulation.

A Supplemental Data Report consisting of an analysis of circulation by counties for the February, 1990 issue was released September 24, 1990 for this publication. Data included in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

May, 1991

**Audit Bureau of Circulations**

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**AUDIT REPORT: Magazine**  
 ANALYZED PAID CIRCULATION  
 INTERVIEW  
 New York, New York 10012

FIELD SERVED: General.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1995:**

<b>Total Average Paid Circulation:</b>	<b>130,434</b>	
Advertising Rate Base/Circulation Guarantee:	None Claimed	
% Above/Below Rate Base (+/-)		
Total Average Non-Analyzed Non-Paid Circulation:	11,969	
		% of Total
Subscriptions: Individual	91,240	70.0
Bulk (See Explanatory)	4,600	3.5
<b>Total Subscriptions:</b>	<b>95,840</b>	
Single Copy Sales:	34,594	26.5
		100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1995 Issue	Subscriptions	Single Copy Sales	Total Paid	1995 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	90,460	30,009	120,469	July	97,551	31,079	128,630
Feb.	90,145	31,511	121,656	Aug.	101,020	41,074	142,094
Mar.	92,878	44,480	137,358	Sept.	103,378	41,378	144,756
Apr.	95,847	30,113	125,960	Oct.	100,210	31,885	132,095
May	89,675	38,706	128,381	Nov.	99,661	28,162	127,823
June	86,975	30,668	117,643	Dec.	102,279	36,067	138,346

**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous three years and period covered by this report:

Calendar Quarter Ended	1992	1993	1994	1995
March 31	147,199	154,973	146,623	126,494
June 30	138,228	160,077	128,457	123,995
September 30	154,784	146,575	132,132	138,493
December 31	157,496	159,569	140,687	132,755

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 1,303 copies per issue deduction.

**Explanatory:**

In accordance with Rule F 2.1(c), the following explanation of bulk sales is included.

An average of 4,600 copies per issue were served on bulk subscriptions sold to Waiting Room Subscription Service, Inc. Copies were mailed by publisher to names and addresses furnished by the publisher.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

October, 1996

**Audit Bureau of Circulations**

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**Audit Bureau  
 of Circulations**

PRINTED AND RELEASED  
 BY ABC JANUARY, 1995

**Exhibit 25**

**AUDIT REPORT: Magazine**

INTERVIEW  
 New York, New York

CLASS, INDUSTRY OR FIELD SERVED: General.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1993:**

<b>Total Average Paid Circulation:</b>	<b>155,299</b>	
Advertising Rate Base:	None Claimed	
% Above/Below Rate Base (+/-)		
 Total Average Non-Analyzed Non-Paid Circulation:	 11,283	
		% of Total
Subscriptions: Individual	103,411	66.6
Single Copy Sales:	51,888	33.4
		100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1993 Issue	Subscriptions	Single Copy Sales	Total Paid	1993 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	104,199	54,339	158,538	July	102,876	43,571	146,447
Feb.	101,173	52,699	153,872	Aug.	98,954	40,614	139,568
Mar.	103,518	48,992	152,510	Sept.	102,736	50,974	153,710
Apr.	100,303	48,063	148,366	Oct.	104,543	44,444	148,987
May	100,836	53,399	154,235	Nov.	110,089	61,011	171,100
June	104,281	73,350	177,631	Dec.	107,428	51,191	158,619

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1990	1991	1992	1993
March 31	125,143	127,133	147,199	154,973
June 30	141,039	138,008	138,228	160,077
September 30	123,021	128,526	154,784	146,575
December 31	127,066	144,076	157,496	159,569

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 808 copies per issue deduction.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

January, 1995

**Audit Bureau of Circulations**

(04-0519-0 - #163390 - 142 - 349)

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**Audit Bureau  
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PRINTED AND RELEASED  
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**Exhibit 26**

**AUDIT REPORT: Magazine**

INTERVIEW  
New York, New York

CLASS, INDUSTRY OR FIELD SERVED: General.

1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1992:

Subscriptions:	93,521
Single Copy Sales:	<u>55,906</u>
<b>AVERAGE TOTAL PAID CIRCULATION</b>	<b>149,427</b>
Advertising Rate Base/Circulation Guarantee	None Claimed
Average Total Non-Paid Distribution	14,870

1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:

None of record

2. PAID CIRCULATION BY ISSUES:

1992 Issue	Subscriptions	Single Copy Sales	Total Paid	1992 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	83,083	47,691	130,774	July	94,996	87,037	182,033
Feb.	84,980	82,455	167,435	Aug.	91,158	47,852	139,010
Mar.	93,109	50,280	143,389	Sept.	86,433	56,877	143,310
Apr.	95,581	41,627	137,208	Oct.	100,405	57,169	157,574
May	86,609	52,339	138,948	Nov.	103,725	40,558	144,283
June	92,635	45,894	138,529	Dec.	109,538	61,093	170,631

AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:

Calendar Quarter Ended	1989	1990	1991	1992
March 31	130,808	125,143	127,133	147,199
June 30	142,829	141,039	138,008	138,228
September 30	132,422	123,021	128,526	154,784
December 31	136,309	127,066	144,076	157,496

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 853 copies per issue deduction.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

January, 1994

**Audit Bureau of Circulations**

(04-0519-0 - #160987 - 720 - 349)

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**Audit Bureau  
 of Circulations**

PRINTED AND RELEASED  
 BY ABC OCTOBER, 1992

**Exhibit 27**

**AUDIT REPORT: Magazine**

INTERVIEW  
 New York, New York

CLASS, INDUSTRY OR FIELD SERVED: General.

1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1991:

Subscriptions:	83,064
Single Copy Sales:	<u>51,372</u>
<b>AVERAGE TOTAL PAID CIRCULATION</b>	<b>134,436</b>
Advertising Rate Base/Circulation Guarantee	None Claimed
Average Total Non-Paid Distribution	16,149

1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:

None of record

2. PAID CIRCULATION BY ISSUES:

1991				1991			
Issue	Subscriptions	Single Copy Sales	Total Paid	Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	75,220	52,469	127,689	July	81,984	45,081	127,065
Feb.	73,484	51,076	124,560	Aug.	76,730	45,765	122,495
Mar.	79,471	49,679	129,150	Sept.	88,579	47,438	136,017
Apr.	90,546	52,627	143,173	Oct.	90,119	53,188	143,307
May	93,457	39,415	132,872	Nov.	77,717	67,306	145,023
June	85,138	52,841	137,979	Dec.	84,319	59,579	143,898

AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:

Calendar Quarter Ended	1988	1989	1990	1991
March 31	159,774	130,808	125,143	127,133
June 30	159,169	142,829	141,039	138,008
September 30	149,660	132,422	123,021	128,526
December 31	153,661	136,309	127,066	144,076

AUDIT STATEMENT

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 856 copies per issue addition.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

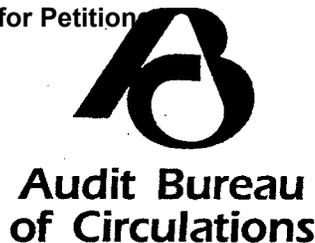
In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

October, 1992

**Audit Bureau of Circulations**

(04-0519-0 - #158247 - 720 - 338)

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PRINTED AND RELEASED  
 BY ABC JANUARY, 1999

**Exhibit 28**

**AUDIT REPORT: Magazine**

ANALYZED PAID CIRCULATION

VANITY FAIR

New York, New York 10017

FIELD SERVED: VANITY FAIR is a magazine that captures the vitality and diversity of contemporary culture.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1997:**

<b>Total Average Paid Circulation:</b>	<b>1,087,166</b>	
Advertising Rate Base:	1,000,000	
% Above/Below Rate Base (+/-)	8.7	
<b>Total Average Non-Analyzed Non-Paid Circulation:</b>	<b>33,647</b>	
		% of Total
Subscriptions: Individual	712,332	65.5
Single Copy Sales:	374,834	34.5
		100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

Edition & number of issues	Rate Base	Edition & number of issues	Rate Base
New York Metro (12)	144,415 140,000	Southern California (12)	116,899 110,000

**2. PAID CIRCULATION BY ISSUES:**

1997 Issue	Subscriptions	Single Copy Sales	Total Paid	1997 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	734,474	323,383	1,057,857	July	710,824	480,963	1,191,787
Feb.	719,205	349,208	1,068,413	Aug.	707,728	356,983	1,064,711
Mar.	720,003	393,594	1,113,597	Sept.	702,862	405,348	1,108,210
Apr.	709,215	512,945	1,222,160	Oct.	708,489	399,198	1,107,687
May	713,389	278,087	991,476	Nov.	713,862	347,859	1,061,721
June	703,519	338,051	1,041,570	Dec.	704,416	312,383	1,016,799

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1994	1995	1996	1997
March 31	1,155,326	1,144,629	1,108,020	1,079,956
June 30	1,065,429	1,213,023	1,123,756	1,085,069
September 30	1,118,526	1,186,158	1,134,768	1,121,569
December 31	1,139,246	1,149,421	1,100,042	1,062,069

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 8,722 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1997 issue was released May 20, 1998 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examination was made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

January, 1999

**Audit Bureau of Circulations**

(04-1327-0 - #175245 - 228 - 532)

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**Audit Bureau  
of Circulations**

PRINTED AND RELEASED  
BY ABC NOVEMBER, 1996

**Exhibit 29**

## AUDIT REPORT: Magazine

ANALYZED PAID CIRCULATION

VANITY FAIR

New York, New York 10017

**FIELD SERVED:** VANITY FAIR is a magazine that captures the vitality and diversity of contemporary culture.

### 1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1995:

<b>Total Average Paid Circulation:</b>	<b>1,173,308</b>	
Advertising Rate Base:	1,000,000	
% Above/Below Rate Base (+/-)	17.3	
<b>Total Average Non-Analyzed Non-Paid Circulation:</b>	<b>38,754</b>	
		<b>% of Total</b>
Subscriptions: Individual	751,430	64.0
Single Copy Sales:	421,878	36.0
		<b>100.0</b>

### 1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:

Edition & number of issues	Rate Base	Edition & number of issues	Rate Base
New York Metro (12)	165,708 140,000	Southern California (12)	124,785 110,000

### 2. PAID CIRCULATION BY ISSUES:

1995 Issue	Subscriptions	Single Copy Sales	Total Paid	1995 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	773,410	333,909	1,107,319	July	732,189	336,605	1,068,794
Feb.	775,918	486,909	1,262,827	Aug.	749,031	534,342	1,283,373
Mar.	759,433	304,308	1,063,741	Sept.	745,004	461,303	1,206,307
Apr.	751,837	607,604	1,359,441	Oct.	749,375	346,563	1,095,938
May	734,750	425,024	1,159,774	Nov.	749,933	369,128	1,119,061
June	744,248	375,607	1,119,855	Dec.	752,028	481,235	1,233,263

### AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:

Calendar Quarter Ended	1992	1993	1994	1995
March 31	1,003,778	1,096,120	1,155,326	1,144,629
June 30	1,025,924	1,075,198	1,065,429	1,213,023
September 30	1,142,902	1,118,117	1,118,526	1,186,158
December 31	1,155,458	1,195,276	1,139,246	1,149,421

### AUDIT STATEMENT

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 874 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1995 issue was released April 10, 1996 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

November, 1996

**Audit Bureau of Circulations**

(04-1327-0 - #167669 - 263 - 344)

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**Audit Bureau  
of Circulations**

 PRINTED AND RELEASED  
BY ABC MARCH, 1995

**Exhibit 30**
**AUDIT REPORT: Magazine**

VANITY FAIR

New York, New York

FIELD SERVED: VANITY FAIR is a magazine that captures the vitality and diversity of contemporary culture.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1993:**

<b>Total Average Paid Circulation:</b>	<b>1,121,178</b>	
Advertising Rate Base:	800,000	
% Above/Below Rate Base (+/-)	40.1	
<b>Total Average Non-Analyzed Non-Paid Circulation:</b>	<b>43,616</b>	
		% of Total
Subscriptions: Individual	763,648	68.1
Single Copy Sales:	357,530	31.9
		100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

Edition & number of issues	Rate Base	Edition & number of issues	Rate Base
New York Metro (12)	166,038 110,700	Southern California (12)	122,893 86,200

**2. PAID CIRCULATION BY ISSUES:**

1993 Issue	Subscriptions	Single Copy Sales	Total Paid	1993 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	745,945	272,833	1,018,778	July	767,884	243,744	1,011,628
Feb.	759,686	395,563	1,155,249	Aug.	767,800	484,905	1,252,705
Mar.	777,761	336,572	1,114,333	Sept.	767,685	322,333	1,090,018
Apr.	771,822	314,393	1,086,215	Oct.	760,952	505,446	1,266,398
May	775,993	265,095	1,041,088	Nov.	754,315	440,319	1,194,634
June	773,458	324,834	1,098,292	Dec.	740,473	384,324	1,124,797

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1990	1991	1992	1993
March 31	771,265	770,960	1,003,778	1,096,120
June 30	777,200	863,292	1,025,924	1,075,198
September 30	772,416	1,009,299	1,142,902	1,118,117
December 31	813,535	981,116	1,155,458	1,195,276

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 169 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1993 issue was released June 8, 1994 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

March, 1995

**Audit Bureau of Circulations**

(04-1327-0 - #163872 - 469 - 349)

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**Audit Bureau  
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PRINTED AND RELEASED  
BY ABC JANUARY, 1994

**Exhibit 31**

**AUDIT REPORT: Magazine**

**VANITY FAIR  
New York, New York**

CLASS, INDUSTRY OR FIELD SERVED: VANITY FAIR is a magazine that captures the vitality and diversity of contemporary culture.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1992:**

Subscriptions:	733,842
Single Copy Sales:	348,174
<b>AVERAGE TOTAL PAID CIRCULATION</b>	<b>1,082,016</b>
Advertising Rate Base	700,000
Average Total Non-Paid Distribution	37,360

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

Edition & number of issues	Rate Base	Edition & number of issues	Rate Base
New York Metro (12)	168,265	Southern California (12)	120,397
	96,900		75,400

**2. PAID CIRCULATION BY ISSUES:**

1992 Issue	Subscriptions	Single Copy Sales	Total Paid	1992 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	686,935	329,376	1,016,311	July	740,704	277,828	1,018,532
Feb.	708,437	266,790	975,227	Aug.	754,657	541,636	1,296,293
Mar.	709,946	309,850	1,019,796	Sept.	754,844	359,037	1,113,881
Apr.	711,431	291,624	1,003,055	Oct.	763,844	519,115	1,282,959
May	727,685	322,654	1,050,339	Nov.	753,498	349,924	1,103,422
June	733,306	291,072	1,024,378	Dec.	760,818	319,175	1,079,993

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1989	1990	1991	1992
March 31	677,756	711,265	770,960	1,003,778
June 30	688,033	777,200	863,292	1,025,924
September 30	745,574	772,416	1,009,299	1,142,902
December 31	733,271	813,535	981,116	1,155,458

**AUDIT STATEMENT**

There was no adjustment made in the average paid circulation as shown in the Publisher's Statements for the period audited.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1992 issue was released June 9, 1993 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

December, 1993

(01-1327-0 - #160959 - 469 - 338)

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ABC 00039



**Audit Bureau  
 of Circulations**

PRINTED AND RELEASED  
 BY ABC FEBRUARY, 1993

**Exhibit 32**

**AUDIT REPORT: Magazine**

VANITY FAIR  
 New York, New York

CLASS, INDUSTRY OR FIELD SERVED: VANITY FAIR is a magazine that captures the vitality and diversity of contemporary culture.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1991:**

Subscriptions:		589,376
Single Copy Sales:		<u>316,790</u>
<b>AVERAGE TOTAL PAID CIRCULATION</b>		<b>906,166</b>
Advertising Rate Base	to 10/01/91	650,000
	since 10/01/91	700,000
<b>Average Total Non-Paid Distribution</b>	<b>35,917</b>	

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

Edition & number of issues	Rate Base	Edition & number of issues	Rate Base
New York Metro	143,257	Southern California	100,972
	90,000		70,000

**2. PAID CIRCULATION BY ISSUES:**

1991 Issue	Subscriptions	Single Copy Sales	Total Paid	1991 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	508,122	274,055	782,177	July	592,496	300,210	892,706
Feb.	514,163	240,195	754,358	Aug.	579,463	548,058	1,127,521
Mar.	559,019	217,326	776,345	Sept.	615,004	392,665	1,007,669
Apr.	577,021	406,620	983,641	Oct.	633,561	414,821	1,048,382
May	584,452	218,807	803,259	Nov.	654,055	254,831	908,886
June	589,084	213,892	802,976	Dec.	666,079	320,000	986,079

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1988	1989	1990	1991
March 31	598,299	677,756	711,265	770,960
June 30	612,576	688,033	777,200	863,292
September 30	646,695	745,574	772,416	1,009,299
December 31	641,018	733,271	813,535	981,116

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 3,637 copies per issue addition.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1991 issue was released April 20, 1992 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

February, 1993

**Audit Bureau of Circulations**

(04-1327-0 - #159095 - 061 - 338)

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# AUDIT REPORT: Magazine

ANALYZED PAID CIRCULATION

VOGUE

New York, New York 10036

**FIELD SERVED:** VOGUE is edited for the woman who considers style a way of life. Articles feature fashion, beauty, health, fitness, travel, the arts, money, entertaining, and home furnishings.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1999:**

<b>Total Average Paid Circulation:</b>		<b>1,128,859</b>
Paid Advertising Rate Base:	1,100,000	
% Above/Below Rate Base (+/-)	2.6	
		% of Total
Subscriptions: Individual	638,150	56.5
Single Copy Sales:	490,709	43.5
<b>Total Paid Circulation</b>	<b>1,128,859</b>	<b>100.0</b>

1a. This publication does not report analyzed non-paid circulation.

**1b. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**1c. AVERAGE NON-ANALYZED NON-PAID CIRCULATION**

Average non-analyzed non-paid circulation 68,012

**Average non-analyzed non-paid circulation** – Under ABC Rules, copies which were distributed but did not meet ABC rules for inclusion in paid (i.e. complimentary copies, staff and advertising copies and copies served on credit where no payment was ever received) are reported in this paragraph.

**2. PAID CIRCULATION BY ISSUES:**

1999 Issue	Subscriptions	Single Copy Sales	Total Paid	1999 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	617,642	541,252	1,158,894	July	634,278	456,348	1,090,626
Feb.	616,981	382,475	999,456	Aug.	647,959	464,962	1,112,921
Mar.	642,376	548,102	1,190,478	Sept.	648,546	785,413	1,433,959
Apr.	640,267	396,941	1,037,208	Oct.	664,153	349,049	1,013,202
May	628,289	429,643	1,057,932	Nov.	652,190	659,945	1,312,135
June	619,311	527,076	1,146,387	Dec.	645,806	347,301	993,107

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**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous three years and period covered by this report:

Calendar Quarter Ended	1996	1997	1998	1999
March 31	1,094,029	1,082,831	1,122,153	1,116,276
June 30	1,155,345	1,109,575	1,135,214	1,080,509
September 30	1,224,271	1,158,349	1,151,415	1,212,502
December 31	1,182,673	1,031,658	1,232,819	1,106,148

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**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 13,122 copies per issue deduction.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examination was made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

December, 2000

**Audit Bureau of Circulations**  
(Vogue, New York, NY, Page #2 -04-1340-0 - #183826 - 541 - 432)

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# AUDIT REPORT: Magazine

ANALYZED PAID CIRCULATION

VOGUE

New York, New York 10017

**FIELD SERVED:** VOGUE is edited for the woman who considers style a way of life. Articles feature fashion, beauty, health, fitness, travel, the arts, money, entertaining, and home furnishings.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1998:**

<b>Total Average Paid Circulation:</b>	<b>1,160,400</b>	
Advertising Rate Base:	1,100,000	
% Above/Below Rate Base (+/-)	5.5	
 Total Average Non-Analyzed Non-Paid Circulation:	 44,505	
		% of Total
Subscriptions: Individual	588,204	50.7
Single Copy Sales:	572,196	49.3
		100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1998 Issue	Subscriptions	Single Copy Sales	Total Paid	1998 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	589,764	597,033	1,186,797	July	579,015	406,142	985,157
Feb.	573,894	415,223	989,117	Aug.	589,742	502,798	1,092,540
Mar.	576,270	614,274	1,190,544	Sept.	588,895	787,654	1,376,549
Apr.	582,376	486,913	1,069,289	Oct.	592,878	803,369	1,396,247
May	581,788	512,014	1,093,802	Nov.	600,391	402,135	1,002,526
June	577,250	665,302	1,242,552	Dec.	626,188	673,496	1,299,684

**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous three years and period covered by this report:

Calendar Quarter Ended	1995	1996	1997	1998
March 31	1,113,130	1,094,029	1,082,831	1,122,153
June 30	1,158,713	1,155,345	1,109,575	1,135,214
September 30	1,196,197	1,224,271	1,158,349	1,151,415
December 31	1,036,029	1,182,673	1,031,658	1,232,819

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 8,278 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1998 issue was released May 7, 1999 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examination was made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

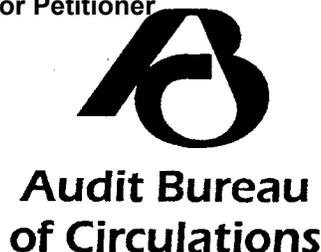
In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

December, 1999

**Audit Bureau of Circulations**

(04-1340-0 - #179417 - 312 - 532)

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**AUDIT REPORT: Magazine**  
 ANALYZED PAID CIRCULATION  
**VOGUE**  
 New York, New York 10017

**FIELD SERVED:** VOGUE is edited for the woman who considers style a way of life. Articles feature fashion, beauty, health, fitness, travel, the arts, money, entertaining, and home furnishings.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1997:**

<b>Total Average Paid Circulation:</b>	<b>1,095,603</b>	
Advertising Rate Base:	1,100,000	
% Above/Below Rate Base (+/-)	-0.4	
<b>Total Average Non-Analyzed Non-Paid Circulation:</b>	<b>39,020</b>	
		% of Total
Subscriptions: Individual	540,271	49.3
Single Copy Sales:	555,332	50.7
		100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1997 Issue	Subscriptions	Single Copy Sales	Total Paid	1997 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	540,205	469,311	1,009,516	July	532,492	460,901	993,393
Feb.	555,148	437,973	993,121	Aug.	542,545	611,607	1,154,152
Mar.	547,148	698,709	1,245,857	Sept.	532,439	795,062	1,327,501
Apr.	542,260	558,804	1,101,064	Oct.	528,760	502,901	1,031,661
May	537,499	550,258	1,087,757	Nov.	524,785	482,573	1,007,358
June	539,746	600,157	1,139,903	Dec.	560,222	495,733	1,055,955

**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous three years and period covered by this report:

Calendar Quarter Ended	1994	1995	1996	1997
March 31	1,106,950	1,113,130	1,094,029	1,082,831
June 30	1,117,010	1,158,713	1,155,345	1,109,575
September 30	1,274,156	1,196,197	1,224,271	1,158,349
December 31	1,067,181	1,036,029	1,182,673	1,031,658

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 17,535 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1997 issue was released April 13, 1998 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examination was made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

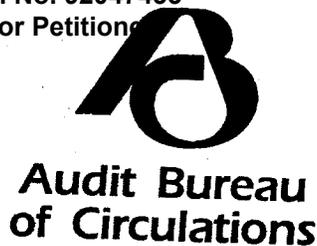
In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

March, 1999

**Audit Bureau of Circulations**

(04-1340-0 - #176018 - 313 - 532)

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**AUDIT REPORT: Magazine**

ANALYZED PAID CIRCULATION

VOGUE

New York, New York 10017

**FIELD SERVED:** VOGUE is edited for the woman who considers style a way of life. Articles feature fashion, beauty, health, fitness, travel, the arts, money, entertaining, and home furnishings.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1995:**

<b>Total Average Paid Circulation:</b>	<b>1,126,017</b>	
Advertising Rate Base:	1,100,000	
% Above/Below Rate Base (+/-)	2.4	
Total Average Non-Analyzed Non-Paid Circulation:	37,600	
		% of Total
Subscriptions: Individual	526,205	46.7
Single Copy Sales:	599,812	53.3
		100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1995 Issue	Subscriptions	Single Copy Sales	Total Paid	1995 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	523,528	520,485	1,044,013	July	525,474	496,899	1,022,373
Feb.	541,505	543,517	1,085,022	Aug.	522,624	639,368	1,161,992
Mar.	521,858	688,496	1,210,354	Sept.	506,720	897,505	1,404,225
Apr.	521,099	577,131	1,098,230	Oct.	526,942	585,716	1,112,658
May	520,682	679,768	1,200,450	Nov.	546,876	436,016	982,892
June	518,273	659,185	1,177,458	Dec.	538,878	473,658	1,012,536

**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous three years and period covered by this report:

Calendar Quarter Ended	1992	1993	1994	1995
March 31	1,235,414	1,138,781	1,106,950	1,113,130
June 30	1,373,998	1,241,820	1,117,010	1,158,713
September 30	1,306,992	1,299,530	1,274,156	1,196,197
December 31	1,254,836	1,199,007	1,067,181	1,036,029

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 15,078 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the February, 1995 issue was released November, 1995 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

November, 1996

**Audit Bureau of Circulations**

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**Audit Bureau  
of Circulations**

PRINTED AND RELEASED  
BY ABC NOVEMBER, 1995

**Exhibit 37**

**AUDIT REPORT: Magazine**  
**VOGUE**  
 New York, New York

FIELD SERVED: VOGUE is edited for the woman who considers style a way of life. Articles feature fashion, beauty, health, fitness, travel, the arts, money, entertaining, and home furnishings.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1994:**

<b>Total Average Paid Circulation:</b>	<b>1,141,325</b>	
Advertising Rate Base:	1,100,000	
% Above/Below Rate Base (+/-)	3.8	
<b>Total Average Non-Analyzed Non-Paid Circulation:</b>	<b>43,569</b>	
		<b>% of Total</b>
Subscriptions: Individual	510,752	44.8
Single Copy Sales:	630,573	55.2
		<b>100.0</b>

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1994 Issue	Subscriptions	Single Copy Sales	Total Paid	1994 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	515,099	446,809	961,908	July	499,313	635,130	1,134,443
Feb.	515,437	665,070	1,180,507	Aug.	514,547	760,188	1,274,735
Mar.	507,230	671,210	1,178,440	Sept.	516,260	897,031	1,413,291
Apr.	496,569	700,082	1,196,651	Oct.	518,090	536,048	1,054,138
May	494,700	520,330	1,015,030	Nov.	521,799	608,985	1,130,784
June	512,552	626,796	1,139,348	Dec.	517,423	499,198	1,016,621

**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous three years and period covered by this report:

Calendar Quarter Ended	1991	1992	1993	1994
March 31	1,173,289	1,235,414	1,138,781	1,106,950
June 30	1,278,848	1,373,998	1,241,820	1,117,010
September 30	1,345,804	1,306,992	1,299,530	1,274,156
December 31	1,160,826	1,254,836	1,199,007	1,067,181

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 11,060 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the February, 1994 issue was released September 26, 1994 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

October, 1995

**Audit Bureau of Circulations**

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**Audit Bureau  
 of Circulations**

PRINTED AND RELEASED  
 BY ABC MARCH, 1995

**Exhibit 38**

**AUDIT REPORT: Magazine**

VOGUE  
 New York, New York

**FIELD SERVED:** VOGUE is edited for the woman who considers style a way of life. Articles feature fashion, beauty, health, fitness, travel, the arts, money, entertaining, and home furnishings.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1993:**

<b>Total Average Paid Circulation:</b>	<b>1,219,785</b>	
Advertising Rate Base:	1,100,000	
% Above/Below Rate Base (+/-)	10.9	
 Total Average Non-Analyzed Non-Paid Circulation:	 40,370	
		% of Total
Subscriptions: Individual	512,657	42.0
Single Copy Sales:	707,128	58.0
		100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1993 Issue	Subscriptions	Single Copy Sales	Total Paid	1993 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	508,784	517,485	1,026,269	July	516,966	536,022	1,052,988
Feb.	481,316	638,340	1,119,656	Aug.	518,732	816,320	1,335,052
Mar.	522,134	748,283	1,270,417	Sept.	515,925	994,626	1,510,551
Apr.	527,845	845,386	1,373,231	Oct.	506,448	698,838	1,205,286
May	528,731	673,782	1,202,513	Nov.	497,068	786,333	1,283,401
June	522,800	626,916	1,149,716	Dec.	505,137	603,197	1,108,334

**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous three years and period covered by this report:

Calendar Quarter Ended	1990	1991	1992	1993
March 31	1,268,469	1,173,289	1,235,414	1,138,781
June 30	1,162,146	1,278,848	1,373,998	1,241,820
September 30	1,280,834	1,345,804	1,306,992	1,299,530
December 31	1,158,673	1,160,826	1,254,836	1,199,007

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 7,248 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the February, 1993 issue was released November 10, 1993 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

March, 1995

**Audit Bureau of Circulations**

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**Audit Bureau  
 of Circulations**

PRINTED AND RELEASED  
 BY ABC FEBRUARY, 1994

**Exhibit 39**

**AUDIT REPORT: Magazine**

**VOGUE**  
 New York, New York

CLASS, INDUSTRY OR FIELD SERVED: VOGUE is edited for the woman who considers style a way of life. Articles feature fashion, beauty, health, fitness, travel, the arts, money, entertaining and home furnishings.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1992:**

Subscriptions:	540,127
Single Copy Sales:	752,683
<b>AVERAGE TOTAL PAID CIRCULATION</b>	<b>1,292,810</b>
Advertising Rate Base	1,100,000
Average Total Non-Paid Distribution	39,088

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1992 Issue	Subscriptions	Single Copy Sales	Total Paid	1992 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	534,330	683,732	1,218,062	July	541,873	606,996	1,148,869
Feb.	549,966	567,359	1,117,325	Aug.	533,467	715,816	1,249,283
Mar.	552,977	817,878	1,370,855	Sept.	531,686	991,137	1,522,823
Apr.	556,589	1,151,185	1,707,774	Oct.	533,574	787,793	1,321,367
May	543,596	657,178	1,200,774	Nov.	528,775	777,979	1,306,754
June	542,691	670,755	1,213,446	Dec.	532,003	604,384	1,136,387

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1989	1990	1991	1992
March 31	1,244,624	1,268,469	1,173,289	1,235,414
June 30	1,278,775	1,162,146	1,278,848	1,373,998
September 30	1,335,764	1,280,834	1,345,804	1,306,992
December 31	1,115,350	1,158,673	1,160,826	1,254,836

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 5,548 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the February, 1992 issue was released November 19, 1992 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

January, 1994

**Audit Bureau of Circulations**

(04-1340-0 - #161033 - 469 - 349)

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**Audit Bureau  
of Circulations**

PRINTED AND RELEASED  
BY ABC FEBRUARY, 1993

**Exhibit 40**

**AUDIT REPORT: Magazine  
VOGUE  
New York, New York**

CLASS, INDUSTRY OR FIELD SERVED: VOGUE is edited for the woman who considers style a way of life. Articles feature fashion, beauty, health, fitness, travel, the arts, money, entertaining and home furnishings.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1991:**

Subscriptions:	493,417
Single Copy Sales:	<u>746,275</u>
<b>AVERAGE TOTAL PAID CIRCULATION</b>	<b>1,239,692</b>
Advertising Rate Base	1,100,000
Average Total Non-Paid Distribution	42,758

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1991 Issue	1991			1991 Issue	1991		
	Subscriptions	Single Copy Sales	Total Paid		Subscriptions	Single Copy Sales	Total Paid
Jan.	476,241	627,905	1,104,146	July	485,861	785,521	1,271,382
Feb.	467,514	705,449	1,172,963	Aug.	490,780	926,490	1,417,270
Mar.	473,933	768,825	1,242,758	Sept.	495,461	853,300	1,348,761
Apr.	483,886	877,947	1,361,833	Oct.	503,641	735,247	1,238,888
May	499,296	787,973	1,287,269	Nov.	512,456	611,146	1,123,602
June	510,433	677,010	1,187,443	Dec.	521,498	598,489	1,119,987

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1988	1989	1990	1991
March 31	1,260,249	1,244,624	1,268,469	1,173,289
June 30	1,202,256	1,278,775	1,162,146	1,278,848
September 30	1,260,454	1,335,764	1,280,834	1,345,804
December 31	1,116,989	1,115,350	1,158,673	1,160,826

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 4,581 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the February, 1991 issue was released September 30, 1991 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

January, 1993

**Audit Bureau of Circulations**

(04-1340-0 - #158841 - 061 - 381)

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Audit Bureau  
of Circulations900 N. Meacham Rd.  
Schaumburg, IL  
60173-4968  
accessabc.com**AUDIT REPORT: Magazine****Exhibit 41****ANALYZED PAID CIRCULATION****W Magazine****New York, New York 10001**

**FIELD SERVED:** A monthly magazine for the educated, affluent woman interested in news of fashions, travel, prominent people and fashionable living.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1997:**

<b>Total Average Paid Circulation:</b>		<b>413,077</b>	
Advertising Rate Base:	to 07/01/97	350,000	
	since 07/01/97	400,000	
% Above/Below Rate Base (+/-)		10.2	
Total Average Non-Analyzed Non-Paid Circulation:		27,815	
			% of Total
Subscriptions: Individual		360,328	87.2
Single Copy Sales:		52,749	12.8
			<u>100.0</u>

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1997 Issue	Subscriptions	Single Copy Sales	Total Paid	1997 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	356,469	44,351	400,820	July	364,392	44,121	408,513
Feb.	353,096	46,400	399,496	Aug.	362,208	73,121	435,329
Mar.	342,309	51,398	393,707	Sept.	362,518	71,691	434,209
Apr.	360,783	53,430	414,213	Oct.	352,619	52,350	404,969
May	368,674	45,358	414,032	Nov.	360,718	47,559	408,277
June	370,566	48,783	419,349	Dec.	369,582	54,429	424,011

**AVERAGE PAID CIRCULATION BY QUARTERS** for the previous three years and period covered by this report:

Calendar Quarter Ended	1994	1995	1996	1997
March 31	328,055	349,443	375,920	398,008
June 30	333,671	351,913	375,194	415,865
September 30	351,273	354,310	403,385	426,017
December 31	343,822	365,086	407,944	412,419

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 1,981 copies per issue addition.

A Supplemental Data Report consisting of an analysis of circulation by counties for the August, 1997 issue was released March 26, 1999 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examination was made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

June, 1999

**Audit Bureau of Circulations**

(04-1345-5 - #176605 - 228 - 532)

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ABC 00050

Audit Bureau  
of Circulations900 N. Meacham Rd.  
Schaumburg, IL  
60173-4968  
accessabc.com**AUDIT REPORT: Magazine****ANALYZED PAID CIRCULATION**

W Magazine

New York, New York 10001

**FIELD SERVED:** A monthly magazine for the educated, affluent woman interested in news of fashions, travel, prominent people and fashionable living.

**1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1995:**

<b>Total Average Paid Circulation:</b>	<b>355,188</b>	
Advertising Rate Base:	325,000	
% Above/Below Rate Base (+/-)	9.3	
Total Average Non-Analyzed Non-Paid Circulation:	29,960	
		% of Total
Subscriptions: Individual	316,797	89.2
Single Copy Sales:	38,391	10.8
		100.0

**1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:**

None of record

**2. PAID CIRCULATION BY ISSUES:**

1995 Issue	Subscriptions	Single Copy Sales	Total Paid	1995 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	310,233	32,532	342,765	July	309,869	29,608	339,477
Feb.	320,649	36,236	356,885	Aug.	317,933	44,663	362,596
Mar.	317,451	31,228	348,679	Sept.	308,707	52,150	360,857
Apr.	315,125	38,858	353,983	Oct.	306,699	40,471	347,170
May	317,619	35,609	353,228	Nov.	323,949	38,713	362,662
June	317,077	31,452	348,529	Dec.	336,254	49,171	385,425

**AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:**

Calendar Quarter Ended	1992	1993	1994	1995
March 31	262,469	259,868	328,055	349,443
June 30	258,034	259,786	333,671	351,913
September 30	264,871	275,058	351,273	354,310
December 31	261,155	297,197	343,822	365,086

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 3,302 copies per issue addition.

A Supplemental Data Report consisting of an analysis of circulation by counties for the August, 1995 issue was released May 22, 1996 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

April, 1997

Audit Bureau of Circulations

(04-1345-5 - #168125 - 265 - 004)

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ABC 00051



## Audit Bureau of Circulations

PRINTED AND RELEASED  
BY ABC FEBRUARY, 1996

Exhibit 43

## AUDIT REPORT: Magazine

W Magazine  
New York, New York

FIELD SERVED: A bi-weekly newspaper for the educated, affluent woman interested in news of fashions, travel, prominent people and fashionable living.

### 1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1994:

Total Average Paid Circulation:		339,205	
Advertising Rate Base:	to 10/01/94	250,000	
	since 10/01/94	325,000	
% Above/Below Rate Base (+/-)		26.2	
Total Average Non-Analyzed Non-Paid Circulation:		13,984	
			% of Total
Subscriptions: Individual		308,729	91.0
Single Copy Sales:		30,476	9.0
			100.0

### 1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:

None of record

### 2. PAID CIRCULATION BY ISSUES:

1994 Issue	Subscriptions	Single Copy Sales	Total Paid	1994 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan.	292,205	26,034	318,239	July	311,499	26,141	337,640
Feb.	302,347	31,681	334,028	Aug.	319,615	38,769	358,384
Mar.	305,223	28,676	331,899	Sept.	317,944	39,851	357,795
Apr.	304,403	27,182	331,585	Oct.	312,551	35,460	348,011
May	314,494	22,232	336,726	Nov.	307,524	33,540	341,064
June	310,122	22,580	332,702	Dec.	308,822	35,568	342,390

### AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:

Calendar Quarter Ended	1991	1992	1993	1994
March 31	252,390	262,469	259,868	328,055
June 30	254,421	258,034	259,786	333,671
September 30	251,576	264,871	275,058	351,273
December 31	280,434	261,155	297,197	343,822

### AUDIT STATEMENT

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 1,049 copies per issue addition.

A Supplemental Data Report consisting of an analysis of circulation by counties for the August, 1994 issue was released August 30, 1995 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by the report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

January, 1996

(04-1345-A - 3101578 - 643 - 405)

Audit Bureau of Circulations

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ABC 00052



## Audit Bureau of Circulations

PRINTED AND RELEASED  
BY ABC SEPTEMBER, 1994

Exhibit 44

## AUDIT REPORT: Magazine

W Magazine  
New York, New York

CLASS, INDUSTRY OR FIELD SERVED: A bi-weekly newspaper for the educated, affluent woman interested in news of fashions, travel, prominent people and fashionable living.

### 1. AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 1993:

Total Average Paid Circulation:	269,847	
Advertising Rate Base:	250,000	
% Above/Below Rate Base (+/-)	7.9	
Total Average Non-Analyzed Non-Paid Circulation:	24,378	
Subscriptions: Individual	257,591	% of Total 95.5
Single Copy Sales:	12,256	4.5
		100.0

### 1a. AVERAGE PAID CIRCULATION of Regional, Metro and Demographic Editions:

None of record

### 2. PAID CIRCULATION BY ISSUES:

1993 Issue	Subscriptions	Single Copy Sales	Total Paid	1993 Issue	Subscriptions	Single Copy Sales	Total Paid
Jan. 4	254,846	7,898	262,744	June 7	247,444	6,924	254,368
18	253,402	7,052	260,454	21	246,757	7,040	253,797
Feb. 1	248,788	7,981	256,769	July 5	247,601	7,557	255,158
15	247,845	8,944	256,789	19	247,203	5,939	253,142
Mar. 1	249,672	13,152	262,824	Aug. 1	275,236	20,063	295,299
15	249,697	10,472	260,169	Sept. 1	273,354	23,279	296,633
29	248,567	10,761	259,328	Oct. 1	268,251	20,371	288,622
Apr. 12	252,101	9,287	261,388	15	275,435	21,726	297,161
26	256,340	9,210	265,550	Nov. 1	281,161	18,806	299,967
May 10	256,885	7,213	264,098	Dec. 1	277,531	25,505	303,036
24	251,304	8,213	259,517				

### AVERAGE PAID CIRCULATION BY QUARTERS for the previous three years and period covered by this report:

Calendar Quarter Ended	1990	1991	1992	1993
March 31	255,998	252,390	262,469	259,868
June 30	259,903	254,421	258,034	259,786
September 30	256,995	251,576	264,871	275,058
December 31	258,776	260,434	261,155	297,197

**AUDIT STATEMENT**

The difference shown in average paid circulation in comparing this report with the Publisher's Statements for the period audited is 904 copies per Issue addition.

A Supplemental Data Report consisting of an analysis of circulation by counties for the September, 1993 issue was released August 1, 1994 for this publication. Data in that report have been verified as part of this audit.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

August, 1994

**Audit Bureau of Circulations**

(W Magazine, New York, NY, Page #2 - 04-1345-5 - #162509 - 541 - 549)

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**AUDIT REPORT:**

Audit Bureau  
of Circulations

900 N. Meacham Rd.  
Schaumburg, IL  
60173-4968  
accessabc.com

**DAILY VARIETY (Morning)**

**Los Angeles (Los Angeles County), California**

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**TOTAL AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED MARCH 31, 1997:**

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	<b>Morning (Mon. to Fri.)</b>
<b>1A. TOTAL AVERAGE PAID CIRCULATION (BY INDIVIDUALS AND FOR DESIGNATED RECIPIENTS):</b>	<b>27,901</b>
<hr/>	
<b>1B. TOTAL AVERAGE PAID CIRCULATION (BY INDIVIDUALS AND FOR DESIGNATED RECIPIENTS):</b>	
Home Delivery, See Par. 9(a).....	2,764
Single Copy Sales .....	2,254
Mail Subscriptions.....	16,183
Employee Copies.....	262
Group (Subscriptions by Businesses for Designated Employees), See Par. 9(b).....	6,438
<b>TOTAL AVERAGE PAID CIRCULATION (BY INDIVIDUALS AND FOR DESIGNATED RECIPIENTS)</b>	<b>27,901</b>
Days Omitted from Averages.....	None of record
<hr/>	
<b>1C. THIRD PARTY (BULK) SALES .....</b>	<b>None of record</b>

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**3. PAID CIRCULATION (BY INDIVIDUALS AND FOR DESIGNATED RECIPIENTS) BY STATES BASED ON THE MARCH 31, 1997 ISSUE:**

Gado S.a.r.l. v. Jay-Y Enterprises Co., Inc.  
 Cancellation No. 92047433  
 Testimony for Petitioner

Paid circulation of this issue was 0.38% greater than the total average paid circulation.

STATE	Subs.	Single Copy Sales	TOTAL	% of Circ.	STATE	Subs.	Single Copy Sales	TOTAL	% of Circ.
Maine.....	2		2		Kentucky.....	11		11	
New Hampshire.....	6		6		Tennessee.....	61		61	
Vermont.....	8		8		Alabama.....	12		12	
Massachusetts.....	90		90		Mississippi.....	6		6	
Rhode Island.....	7		7		<b>EAST S. CENTRAL</b>	<b>90</b>		<b>90</b>	<b>0.32</b>
Connecticut.....	87		87		Arkansas.....	4		4	
<b>NEW ENGLAND</b>	<b>200</b>		<b>200</b>	<b>0.71</b>	Louisiana.....	18		18	
New York.....	2,444	135	2,579		Oklahoma.....	14		14	
New Jersey.....	129		129		Texas.....	200		200	
Pennsylvania.....	64		64		<b>WEST S. CENTRAL</b>	<b>236</b>		<b>236</b>	<b>0.84</b>
<b>MIDDLE ATLANTIC</b>	<b>2,637</b>	<b>135</b>	<b>2,772</b>	<b>9.90</b>	Montana.....	9		9	
Ohio.....	41		41		Idaho.....	11		11	
Indiana.....	23		23		Wyoming.....	5		5	
Illinois.....	163		163		Colorado.....	80		80	
Michigan.....	44		44		New Mexico.....	27		27	
Wisconsin.....	22		22		Arizona.....	87		87	
<b>EAST N. CENTRAL</b>	<b>293</b>		<b>293</b>	<b>1.05</b>	Utah.....	45		45	
Minnesota.....	26		26		Nevada.....	74		74	
Iowa.....	11		11		<b>MOUNTAIN</b>	<b>338</b>		<b>338</b>	<b>1.21</b>
Missouri.....	33		33		Alaska.....	2		2	
North Dakota.....	3		3		Washington.....	105		105	
South Dakota.....	4		4		Oregon.....	47		47	
Nebraska.....	11		11		California.....	21,097	2,060	23,157	
Kansas.....	16		16		Hawaii.....	14		14	
<b>WEST N. CENTRAL</b>	<b>104</b>		<b>104</b>	<b>0.37</b>	<b>PACIFIC</b>	<b>21,265</b>	<b>2,060</b>	<b>23,325</b>	<b>83.29</b>
Delaware.....					Miscellaneous.....				
Maryland.....	41		41		U.S. Unclassified.....				
District of Columbia.....	59		59		<b>UNITED STATES</b>	<b>25,703</b>	<b>2,195</b>	<b>27,898</b>	<b>99.62</b>
Virginia.....	54		54		Poss. & Other Areas.....	2		2	0.00
West Virginia.....	9		9		<b>U.S. &amp; POSS., etc.</b>	<b>25,705</b>	<b>2,195</b>	<b>27,900</b>	<b>99.62</b>
North Carolina.....	39		39		Canada.....	52		52	0.19
South Carolina.....	14		14		International.....	53		53	0.19
Georgia.....	79		79		Other Unclassified.....				
Florida.....	245		245		Military or Civilian				
<b>SOUTH ATLANTIC</b>	<b>540</b>		<b>540</b>	<b>1.93</b>	Personnel Overseas.....	1		1	0.00
					<b>GRAND TOTAL</b>	<b>25,811</b>	<b>2,195</b>	<b>28,006</b>	<b>100.00</b>

**AUDIT STATEMENT**

There was no adjustment made in the average paid circulation as shown in the Publisher's Statements for the period audited.

**AVERAGE PAID CIRCULATION (BY INDIVIDUALS AND FOR DESIGNATED RECIPIENTS) BY QUARTERS** for the previous four years and period covered by this report.

Calendar Quarter Ended	
June 30, 1992	23,490
September 30, 1992	23,746
December 31, 1992	23,539
March 31, 1993	24,530
June 30, 1993	24,464
September 30, 1993	24,062
December 31, 1993	24,490
March 31, 1994	24,713
June 30, 1994	25,773
September 30, 1994	25,854
December 31, 1994	25,802
March 31, 1995	26,586
June 30, 1995	26,589
September 30, 1995	26,806
December 31, 1995	27,289
March 31, 1996	27,796
June 30, 1996	27,721
September 30, 1996	27,666
December 31, 1996	28,156
March 31, 1997	28,065

**3. ACTUAL ONE-DAY NET PAID CIRCULATION AND AVERAGE PROJECTED PAID CIRCULATION AVERAGES BY COUNTIES:**

Morning, March 31, 1997.

Occupied Households - #1-1-96 Market Statistics, Producers of "The Survey of Buying Power."

The listing below gives net paid circulation for one day only and is 0.38% greater than the average paid for the period covered by this report.

"\*BALANCE IN STATE" is comprised of the distribution in counties receiving less than 25 copies which is not identified with the counties listed.

State County	OCCUPIED HOUSEHOLDS #1-1-96 Estimate	Net Pd. Circ.	Avg. Proj. Pd. Circ.*	Household Coverage
<b>ARIZONA</b>				
MARICOPA	941,000	54	54	0.01%
*BALANCE IN STATE		33	33	
<b>TOTAL IN ARIZONA</b>		<b>87</b>	<b>87</b>	
<b>CALIFORNIA</b>				
ALAMEDA	495,900	58	58	0.01%
CONTRA COSTA	326,800	37	37	0.01%
LOS ANGELES	3,023,300	21,585	21,504	0.71%
MARIN	100,600	61	61	0.06%
ORANGE	875,300	293	292	0.03%
RIVERSIDE	469,700	54	54	0.01%

State County	OCCUPIED HOUSEHOLDS #1-1-96 Estimate	Net Pd. Circ.	Avg. Proj. Pd. Circ.*	Household Coverage
CALIFORNIA (Cont'd)				
SACRAMENTO	429,900	32	32	0.01%
SAN BERNARDINO	517,500	44	44	0.01%
SAN DIEGO	940,100	149	148	0.02%
SAN FRANCISCO	311,300	236	235	0.08%
SAN MATEO	253,200	72	72	0.03%
SANTA BARBARA	135,600	101	100	0.07%
SANTA CLARA	540,500	82	81	0.01%
VENTURA	228,000	202	201	0.09%
*BALANCE IN STATE		151	150	
TOTAL IN CALIFORNIA		23,157	23,069	
COLORADO				
ARAPAHOE	182,800	35	35	0.02%
*BALANCE IN STATE		45	45	
TOTAL IN COLORADO		80	80	
CONNECTICUT				
FAIRFIELD	306,900	61	61	0.02%
*BALANCE IN STATE		26	26	
TOTAL IN CONNECTICUT		87	87	
DISTRICT OF COLUMBIA				
DISTRICT OF COLUMBIA	229,200	59	59	0.03%
FLORIDA				
BROWARD	598,100	30	30	0.01%
DADE	718,600	75	75	0.01%
ORANGE	288,800	51	51	0.02%
PALM BEACH	415,400	28	28	0.01%
*BALANCE IN STATE		61	61	
TOTAL IN FLORIDA		245	245	
GEORGIA				
FULTON	281,300	55	55	0.02%
*BALANCE IN STATE		24	24	
TOTAL IN GEORGIA		79	79	
ILLINOIS				
COOK	1,879,300	124	124	0.01%
*BALANCE IN STATE		39	39	
TOTAL IN ILLINOIS		163	163	

State County	OCCUPIED HOUSEHOLDS #1-1-96 Estimate	Net Pd. Circ.	Avg. Proj. Pd. Circ.*	Household Coverage
<b>MASSACHUSETTS</b>				
MIDDLESEX	526,500	26	26	0.00%
SUFFOLK	247,100	30	30	0.01%
*BALANCE IN STATE		34	34	
TOTAL IN MASSACHUSETTS		90	90	
<b>NEVADA</b>				
CLARK	406,800	60	60	0.01%
*BALANCE IN STATE		14	14	
TOTAL IN NEVADA		74	74	
<b>NEW JERSEY</b>				
BERGEN	316,600	37	37	0.01%
*BALANCE IN STATE		92	91	
TOTAL IN NEW JERSEY		129	128	
<b>NEW YORK</b>				
KINGS	792,100	37	37	0.00%
NASSAU	434,200	32	32	0.01%
NEW YORK	722,000	2,338	2,329	0.32%
SUFFOLK	430,100	39	39	0.01%
WESTCHESTER	324,100	45	45	0.01%
*BALANCE IN STATE		88	87	
TOTAL IN NEW YORK		2,579	2,569	
<b>TENNESSEE</b>				
DAVIDSON	220,600	44	44	0.02%
*BALANCE IN STATE		17	17	
TOTAL IN TENNESSEE		61	61	
<b>TEXAS</b>				
DALLAS	741,900	97	96	0.01%
*BALANCE IN STATE		103	102	
TOTAL IN TEXAS		200	198	
<b>UTAH</b>				
SALT LAKE	270,000	26	26	0.01%
*BALANCE IN STATE		19	19	
TOTAL IN UTAH		45	45	
<b>WASHINGTON</b>				
KING	658,000	77	77	0.01%
*BALANCE IN STATE		28	28	
TOTAL IN WASHINGTON		105	105	

State County	OCCUPIED HOUSEHOLDS #1-1-96 Estimate		Net Pd. Circ.	Avg. Proj. Pd. Circ.*	Household Coverage
BALANCE IN UNITED STATES			660	657	
TOTAL IN UNITED STATES			27,900	27,796	
BALANCE OF DISTRIBUTION			106	105	
GRAND TOTAL			28,006	27,901	

#County population and occupied household estimates appearing in ABC reports are obtained from Market Statistics, Producers of "The Survey of Buying Power." Estimates for ABC defined newspaper markets and areas below the county level are projections based upon "The Survey of Buying Power" estimates.

\*Arrived at by relating actual net paid circulation figures to average paid circulation for the period covered by this report.

**4. NET PRESS RUN AND PAID CIRCULATION BY EDITIONS:**

Press Time	Date Printed	Issue Date	Net Press Run	Gross Paid Distribution	Net* Paid
Morning Issue for Monday, March 31, 1997					
10:30 PM	3-30	3-31	30,389	28,328	27,901

\*The paid circulation figure(s) is the average(s) in Pars. 1A & 1B.

**5. AVERAGE UNPAID DISTRIBUTION:**

	Morning (Mon. to Fri.)
Arrears.....	
Advertisers, Agencies.....	
Complimentary, Sample, Service.....	95
Total.....	95

**6. WERE RETURNS ACCEPTED OR ALLOWANCES MADE FOR UNDELIVERED, LEFTOVER AND UNSOLD COPIES?**

Fully returnable.

**ANALYSIS OF HOME DELIVERY AND MAIL SUBSCRIPTION SALES (NEW AND RENEWAL)  
 For Period Covered by this Report**

**7. PREMIUM, COMBINATION, SPECIAL OFFERS, CLUBS AND INSURANCE:**

	Term Ordered				Misc. Periods
	1 Mo.	3 Mos.	6 Mos.	1 Yr.	
(e) Special reduced prices, See Par. 8(b)..... M				44	

**8. PRICES:**

(a) Basic Prices:	By Mail				By Home Delivery				Single Copy	
	1 Yr.	6 Mos.	3 Mos.	1 Mo.	1 Yr.	6 Mos.	3 Mos.	1 Mo.		1 Wk.
M.....										
to 02/14/97.....	\$187.00				\$187.00					\$1.50
since 02/14/97.....	197.00				197.00					1.75

(b) Special reduced prices: To scriptwriter network, 1 yr. \$99.00. To renewal subscribers, 50% to 95% of basic prices.

9. EXPLANATORY:

Regular publishing days on which no paper was issued:

Morning (Mon. to Fri.): April 5, 1996; May 27, 1996; July 4, 1996; September 2, 1996; November 28, 1996; November 29, 1996; December 25, 1996; January 1, 1997; February 17, 1997; March 28, 1997.

In accordance with Bureau Rule C 1.5(c), the average paid circulation figures for each day of the week for the 12 months ended March 31, 1997 are shown below:

Monday	27,841
Tuesday	27,861
Wednesday	27,940
Thursday	27,924
Friday	27,935

Par. 1B:

(a) Included in Home Delivery is an average of 338 copies per issue, representing copies served to subscribers that ordered delivery directly with and were billed by the newspaper and for which payment was not received and/or short term arrears copies served to subscribers whose term has expired.

(b) Group Subscriptions, averaging 6,438 copies per issue, represent copies sold in quantities of 5 to 920 to individuals and business concerns for use of branch offices and employees at basic prices.

Gerard A. Byrne, Advertising Director  
Telephone (213) 935-1220 - FAX (213) 932-0393  
5700 Wilshire Blvd.  
Los Angeles, CA 90036

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examination was made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

**Audit Bureau of Circulations**

(Daily Variety (Morning), Los Angeles, CA, Page #7 - #169679 - CNS 109 - 392 - 555 - 346)  
August, 1997

01-0207-0

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ABC 00061

Testimony for Petitioner



**Audit Bureau  
of Circulations**

PRINTED AND RELEASED  
BY ABC DECEMBER, 1995

Exhibit 46

**AUDIT REPORT: Newspaper**  
**DAILY VARIETY (Morning)**  
**Los Angeles (Los Angeles County), California**

**TOTAL AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED MARCH 31, 1995:**

	Morning (Mon. to Fri.)
<b>1A. TOTAL AVERAGE PAID CIRCULATION (BY INDIVIDUALS AND FOR DESIGNATED RECIPIENTS):</b>	<b>26,004</b>
<b>1B. TOTAL AVERAGE PAID CIRCULATION (BY INDIVIDUALS AND FOR DESIGNATED RECIPIENTS):</b>	
Carrier Delivery office collect system, See Par. 11(a).....	2,145
Single Copy Sales .....	2,649
Mail Subscriptions, See Par. 11(a).....	15,711
Employee Copies, See Par. 11(b) .....	277
Group (Subscriptions by Businesses for Designated Employees), See Par. 11(c).....	5,222
<b>TOTAL AVERAGE PAID CIRCULATION (BY INDIVIDUALS AND FOR DESIGNATED RECIPIENTS)</b>	<b>26,004</b>
Days Omitted from Averages.....	None of record
<b>1C. THIRD PARTY (BULK) SALES .....</b>	<b>None of record</b>

**3. PAID CIRCULATION (BY INDIVIDUALS AND FOR DESIGNATED RECIPIENTS) BY STATES BASED ON THE MARCH 31, 1995 ISSUE:**

Paid circulation of this issue was 4.11% greater than the total average paid circulation.

STATE	Subs.	Single Copy Sales	TOTAL	% of Circ.	STATE	Subs.	Single Copy Sales	TOTAL	% of Circ.
Maine.....	2		2		Kentucky.....	16		16	
New Hampshire.....	8		8		Tennessee.....	53		53	
Vermont.....	6		6		Alabama.....	10		10	
Massachusetts.....	89		89		Mississippi.....	8		8	
Rhode Island.....	6		6		<b>EAST S. CENTRAL</b>	<b>87</b>		<b>87</b>	<b>0.32</b>
Connecticut.....	44		44		Arkansas.....	9		9	
<b>NEW ENGLAND</b>	<b>155</b>		<b>155</b>	<b>0.57</b>	Louisiana.....	16		16	
New York.....	2,334	90	2,424		Oklahoma.....	20		20	
New Jersey.....	86		86		Texas.....	184		184	
Pennsylvania.....	66		66		<b>WEST S. CENTRAL</b>	<b>229</b>		<b>229</b>	<b>0.85</b>
<b>MIDDLE ATLANTIC</b>	<b>2,486</b>	<b>90</b>	<b>2,576</b>	<b>9.52</b>	Montana.....	15		15	
Ohio.....	54		54		Idaho.....	8		8	
Indiana.....	27		27		Wyoming.....	9		9	
Illinois.....	199		199		Colorado.....	92		92	
Michigan.....	47		47		New Mexico.....	38		38	
Wisconsin.....	25		25		Arizona.....	105		105	
<b>EAST N. CENTRAL</b>	<b>352</b>		<b>352</b>	<b>1.30</b>	Utah.....	39		39	
Minnesota.....	32		32		Nevada.....	76		76	
Iowa.....	12		12		<b>MOUNTAIN</b>	<b>382</b>		<b>382</b>	<b>1.41</b>
Missouri.....	37		37		Alaska.....	2		2	
North Dakota.....	3		3		Washington.....	95		95	
South Dakota.....	3		3		Oregon.....	55		55	
Nebraska.....	14		14		California.....	19,703	2,713	22,416	
Kansas.....	14		14		Hawaii.....	15		15	
<b>WEST N. CENTRAL</b>	<b>115</b>		<b>115</b>	<b>0.42</b>	<b>PACIFIC</b>	<b>19,870</b>	<b>2,713</b>	<b>22,583</b>	<b>83.42</b>
Delaware.....	1		1		Miscellaneous.....				
Maryland.....	51		51		U.S. Unclassified.....				
District of Columbia.....	71		71		<b>UNITED STATES</b>	<b>24,166</b>	<b>2,803</b>	<b>26,969</b>	<b>99.62</b>
Virginia.....	47		47		Poss. & Other Areas.....				
West Virginia.....	3		3		<b>U.S. &amp; POSS., etc.</b>	<b>24,166</b>	<b>2,803</b>	<b>26,969</b>	<b>99.62</b>
North Carolina.....	45		45		Canada.....	49		49	0.18
South Carolina.....	9		9		International.....	51		51	0.19
Georgia.....	89		89		Other Unclassified.....				
Florida.....	174		174		Military or Civilian				
<b>SOUTH ATLANTIC</b>	<b>490</b>		<b>490</b>	<b>1.81</b>	Personnel Overseas.....	3		3	0.01
					<b>GRAND TOTAL</b>	<b>24,269</b>	<b>2,803</b>	<b>27,072</b>	<b>100.00</b>

**AUDIT STATEMENT**

There was no adjustment made in the average paid circulation as shown in the Publisher's Statements for the period audited.

**AVERAGE PAID CIRCULATION (BY INDIVIDUALS AND FOR DESIGNATED RECIPIENTS) BY QUARTERS** for the previous three years and period covered by this report.

Calendar Quarter Ended	
June 30, 1991	23,144
September 30, 1991	23,035
December 31, 1991	23,368
March 31, 1992	23,410
June 30, 1992	23,490
September 30, 1992	23,746
December 31, 1992	23,539
March 31, 1993	24,530
June 30, 1993	24,464
September 30, 1993	24,062
December 31, 1993	24,490
March 31, 1994	24,713
June 30, 1994	25,773
September 30, 1994	25,854
December 31, 1994	25,802
March 31, 1995	26,586

**3. ACTUAL ONE-DAY GROSS DISTRIBUTION AND AVERAGE PROJECTED PAID CIRCULATION AVERAGES BY COUNTIES:**

Morning, March 31, 1995.

Occupied Households - #1-1-94 Market Statistics, Producers of "The Survey of Buying Power."

The listing below gives gross distribution for one day only and is 18.71% greater than the average paid for the period covered by this report.

"\*BALANCE IN STATE" is comprised of the distribution in counties receiving less than 25 copies which is not identified with the counties listed.

State County	OCCUPIED HOUSEHOLDS #1-1-94 Estimate	Actual Gross Dist.	Avg. Proj. Pd. Circ.*
<b>ARIZONA</b>			
MARICOPA	889,500	73	61
*BALANCE IN STATE		32	27
<b>TOTAL IN ARIZONA</b>		<b>105</b>	<b>88</b>
<b>CALIFORNIA</b>			
ALAMEDA	494,400	77	65
CONTRA COSTA	317,800	35	29
LOS ANGELES	3,023,000	24,367	20,528
MARIN	98,100	76	64
MONTEREY	116,900	27	23
ORANGE	859,300	424	357
RIVERSIDE	455,700	68	57
SACRAMENTO	425,000	33	28
SAN BERNARDINO	515,900	50	42
SAN DIEGO	928,600	189	159

## Testimony for Petitioner

State County	OCCUPIED HOUSEHOLDS #1-1-94 Estimate	Actual Gross Dist.	Avg. Proj. Pd. Circ.*
<b>CALIFORNIA (Cont'd)</b>			
SAN FRANCISCO	307,400	267	225
SAN MATEO	249,900	80	67
SANTA BARBARA	133,400	118	99
SANTA CLARA	529,800	97	82
VENTURA	223,300	318	268
*BALANCE IN STATE		163	137
<b>TOTAL IN CALIFORNIA</b>		<b>26,389</b>	<b>22,230</b>
<b>CONNECTICUT</b>			
FAIRFIELD	300,100	25	21
*BALANCE IN STATE		19	16
<b>TOTAL IN CONNECTICUT</b>		<b>44</b>	<b>37</b>
<b>FLORIDA</b>			
DADE	707,800	49	41
ORANGE	277,800	45	38
*BALANCE IN STATE		81	68
<b>TOTAL IN FLORIDA</b>		<b>175</b>	<b>147</b>
<b>GEORGIA</b>			
FULTON	273,000	61	51
*BALANCE IN STATE		28	24
<b>TOTAL IN GEORGIA</b>		<b>89</b>	<b>75</b>
<b>ILLINOIS</b>			
COOK	1,892,600	153	129
*BALANCE IN STATE		47	40
<b>TOTAL IN ILLINOIS</b>		<b>200</b>	<b>169</b>
<b>MASSACHUSETTS</b>			
MIDDLESEX	520,000	26	22
SUFFOLK	252,700	29	24
*BALANCE IN STATE		34	29
<b>TOTAL IN MASSACHUSETTS</b>		<b>89</b>	<b>75</b>
<b>NEVADA</b>			
CLARK	350,500	74	62
*BALANCE IN STATE		18	15
<b>TOTAL IN NEVADA</b>		<b>92</b>	<b>77</b>

State County	OCCUPIED HOUSEHOLDS #1-1-94 Estimate	Actual Gross Dist.	Avg. Proj. Pd. Circ.*
<b>NEW YORK</b>			
KINGS	811,800	30	25
NEW YORK	721,600	2,034	1,714
QUEENS	713,000	32	27
WESTCHESTER	321,900	35	29
*BALANCE IN STATE		102	86
TOTAL IN NEW YORK		2,233	1,881
<b>OREGON</b>			
MULTNOMAH	254,300	26	22
*BALANCE IN STATE		29	24
TOTAL IN OREGON		55	46
<b>TENNESSEE</b>			
DAVIDSON	217,400	35	30
*BALANCE IN STATE		18	15
TOTAL IN TENNESSEE		53	45
<b>TEXAS</b>			
DALLAS	744,400	97	82
HARRIS	1,097,200	28	24
*BALANCE IN STATE		59	50
TOTAL IN TEXAS		184	156
<b>WASHINGTON</b>			
KING	651,900	65	55
*BALANCE IN STATE		31	26
TOTAL IN WASHINGTON		96	81
BALANCE IN UNITED STATES		965	813
TOTAL IN UNITED STATES		30,769	25,920
BALANCE OF DISTRIBUTION		100	84
GRAND TOTAL		30,869	26,004

#County population and occupied household estimates appearing in ABC reports are obtained from Market Statistics, Producers of "The Survey of Buying Power." Estimates for ABC defined newspaper markets and areas below the county level are projections based upon "The Survey of Buying Power" estimates.

\*Arrived at by relating actual gross distribution figures to average paid circulation for the period covered by this report.

#### 4. NET PRESS RUN AND PAID CIRCULATION BY EDITIONS:

Press Time	Date Printed	Issue Date	Net Press Run	Gross Paid Distribution	Net* Paid
Morning Issue for Friday, March 31, 1995					
10:30 PM	3-30	3-31	31,782	30,869	26,004

\*The paid circulation figure(s) is the average(s) in Pars. 1A & 1B.

**5. AVERAGE UNPAID DISTRIBUTION:**

	Morning (Mon. to Fri.)
Arrears.....	
Advertisers, Agencies .....	
Complimentary, Sample, Service.....	220
<b>Total.....</b>	<b>220</b>

**6. WERE RETURNS ACCEPTED OR ALLOWANCES MADE FOR UNDELIVERED, LEFTOVER AND UNSOLD COPIES?**

Fully returnable.

The allowance for returns, undelivered, leftover and unsold copies for the period covered by this report was found to have been 6.08%.

This percentage is based on the gross figure and has been deducted, leaving paid circulation shown in Par. 1.

**ANALYSIS OF CARRIER AND MAIL SUBSCRIPTION SALES (NEW AND RENEWAL)**

For Period Covered by this Report

**7. PREMIUM, COMBINATION, SPECIAL OFFERS, CLUBS AND INSURANCE:** None of record

**8. (a) CONTESTS INVOLVING SUBSCRIPTION CONTRACT:** None of record

**(b) CONTESTS NOT INVOLVING SUBSCRIPTION CONTRACT:** None of record

**9. ARREARS AS OF MARCH 31, 1995:**

M	Carriers	Single Copy Accounts	Mail
Arrears under 3 months	None	None	None

**10. PRICES:**

(a) Basic Prices:	By Mail				By Carrier				Single Copy
	1 Yr.	6 Mos.	3 Mos.	1 Mo.	1 Yr.	6 Mos.	3 Mos.	1 Mo.	
M.....									
to 05/01/94.....	\$145.00								95¢
from 05/01/94									
to 03/01/95.....	157.00								\$1.00
since 03/01/95.....	169.00								1.25

(b) Special reduced prices: None of record.

**11. EXPLANATORY:**

Regular publishing days on which no paper was issued:

Morning (Mon. to Fri.): April 1, 1994; May 30, 1994; July 4, 1994; September 5, 1994; November 24, 1994; November 25, 1994; December 26, 1994; January 2, 1995; February 20, 1995.

Par. 1B:

(a) Included in Office Prepays and Mail Subscriptions is an average of 403 copies per issue, representing copies served to subscribers that ordered delivery directly with and were billed by the newspaper and for which payment was not received and/or short term arrears copies served to subscribers whose term has expired.

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**11. EXPLANATORY: (Continued)**

(b) Employee Copies, averaging 277 copies per issue, represent copies served to employees and correspondents of the newspaper.

(c) Group Subscriptions, averaging 5,222 copies per issue, represent copies sold in quantities of 4 to 677 to individuals and business concerns for use of branch offices and employees at basic prices.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

**Audit Bureau of Circulations**

(Daily Variety (Morning), Los Angeles, CA, Page #6 - #165242 - CNS109 - 090 - 381 - 381)  
November, 1995

01-0207-0

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**Audit Bureau  
 of Circulations**

Revised Report: To correct Part. 1 and 3.

**AUDIT REPORT: Newspaper  
 DAILY VARIETY (Morning)  
 Los Angeles (Los Angeles County), California**

**TOTAL AVERAGE PAID CIRCULATION FOR 12 MONTHS ENDED JUNE 30, 1993:**

1A. TOTAL AVERAGE PAID CIRCULATION (BY INDIVIDUALS AND FOR DESIGNATED RECIPIENTS):		Morning (Mon. to Fri.) 24,067
1B. TOTAL AVERAGE PAID CIRCULATION (BY INDIVIDUALS AND FOR DESIGNATED RECIPIENTS):		
Single Copy Sales .....		2,768
Mail Subscriptions .....		16,310
Employee Copies, See Par. 11(a) .....		176
Group (Subscriptions by Businesses for Designated Employees), See Par. 11(b) .....		4,813
<b>TOTAL AVERAGE PAID CIRCULATION (BY INDIVIDUALS AND FOR DESIGNATED RECIPIENTS) ...</b>		<b>24,067</b>
Days Omitted from Averages .....		None of record
1C. THIRD PARTY (BULK) SALES:		
Retail/Business — Available for patrons .....		30
<b>TOTAL AVERAGE THIRD PARTY (BULK) SALES .....</b>		<b>30</b>

**3. PAID CIRCULATION (BY INDIVIDUALS AND FOR DESIGNATED RECIPIENTS) BY STATES BASED ON JUNE 4, 1993 ISSUE:**

Paid circulation of this issue was 4.87% greater than the total average paid circulation.

STATE	Single Copy		TOTAL	%
	Subs.	Sales		
Maine .....	7		7	
New Hampshire .....	9		9	
Vermont .....	7		7	
Massachusetts .....	77		77	
Rhode Island .....	6		6	
Connecticut .....	42		42	
<b>NEW ENGLAND</b>	<b>148</b>		<b>148</b>	<b>0.59</b>
New York .....	1,510		1,510	
New Jersey .....	80		80	
Pennsylvania .....	60		60	
<b>MIDDLE ATLANTIC</b>	<b>1,650</b>		<b>1,650</b>	<b>6.53</b>
Ohio .....	47		47	
Indiana .....	24		24	
Illinois .....	171		171	
Michigan .....	47		47	
Wisconsin .....	24		24	
<b>EAST NO. CENTRAL</b>	<b>313</b>		<b>313</b>	<b>1.24</b>
Minnesota .....	40		40	
Iowa .....	12		12	
Missouri .....	25		25	
North Dakota .....	1		1	
South Dakota .....	2		2	
Nebraska .....	9		9	
Kansas .....	15		15	
<b>WEST NO. CENTRAL</b>	<b>104</b>		<b>104</b>	<b>0.41</b>
Delaware .....	2		2	
Maryland .....	38		38	
District of Columbia .....	49		49	
Virginia .....	47		47	
West Virginia .....				
North Carolina .....	35		35	
South Carolina .....	6		6	
Georgia .....	87		87	
Florida .....	184		184	
<b>SOUTH ATLANTIC</b>	<b>448</b>		<b>448</b>	<b>1.78</b>

STATE	Single Copy		TOTAL	%
	Subs.	Sales		
Kentucky .....	17		17	
Tennessee .....	40		40	
Alabama .....	11		11	
Mississippi .....	10		10	
<b>EAST SO. CENTRAL</b>	<b>78</b>		<b>78</b>	<b>0.31</b>
Arkansas .....	14		14	
Louisiana .....	17		17	
Oklahoma .....	12		12	
Texas .....	166		166	
<b>WEST SO. CENTRAL</b>	<b>209</b>		<b>209</b>	<b>0.83</b>
Montana .....	15		15	
Idaho .....	6		6	
Wyoming .....	7		7	
Colorado .....	66		66	
New Mexico .....	32		32	
Arizona .....	92		92	
Utah .....	40		40	
Nevada .....	69		69	
<b>MOUNTAIN</b>	<b>327</b>		<b>327</b>	<b>1.30</b>
Alaska .....	5		5	
Washington .....	83		83	
Oregon .....	53		53	
California .....	18,121	3,589	21,710	
Hawaii .....	18		18	
<b>PACIFIC</b>	<b>18,280</b>	<b>3,589</b>	<b>21,869</b>	<b>86.65</b>
Miscellaneous .....				
Unclassified .....				
<b>UNITED STATES</b>	<b>21,557</b>	<b>3,589</b>	<b>25,146</b>	<b>99.64</b>
Possessions & Other Areas .....	3		3	0.01
<b>U.S. &amp; POSS., etc.</b>	<b>21,560</b>	<b>3,589</b>	<b>25,149</b>	<b>99.65</b>
Canada .....	44		44	0.17
Foreign .....	40		40	0.16
Unclassified .....				
Military or Civilian Personnel Overseas .....	5		5	0.02
<b>GRAND TOTAL</b>	<b>21,649</b>	<b>3,589</b>	<b>25,238</b>	<b>100.00</b>

**AUDIT STATEMENT**

There was no adjustment made in the average paid circulation as shown in the Publisher's Statement for the period audited.

**AVERAGE PAID CIRCULATION (BY INDIVIDUALS AND FOR DESIGNATED RECIPIENTS) BY QUARTERS**  
for the previous three years and period covered by this report.

Calendar Quarter Ended	
September 30, 1989	23,188
December 31, 1989	23,154
March 31, 1990	23,440
June 30, 1990	23,519
September 30, 1990	23,402
December 31, 1990	23,571
March 31, 1991	23,385
June 30, 1991	23,144
September 30, 1991	23,035
December 31, 1991	23,368
March 31, 1992	23,410
June 30, 1992	23,490
September 30, 1992	23,746
December 31, 1992	23,539
March 31, 1993	24,530
June 30, 1993	24,464

**3. ACTUAL ONE-DAY GROSS DISTRIBUTION AND AVERAGE PROJECTED PAID CIRCULATION AVERAGES BY COUNTIES:**

Morning, June 4, 1993.

Occupied Households - #12-31-92 S&MM Estimate.

The listing below gives gross distribution for one day only and is 33.41% greater than the average paid for the period covered by this report.

"\*BALANCE IN STATE" is comprised of the distribution in counties receiving less than 25 copies which is not identified with the towns, townships or minor civil divisions listed.

State County	OCCUPIED HOUSEHOLDS #12-31-92 Estimate	Actual Gross Dist.	Average Proj. Paid Circ.*
<b>CALIFORNIA</b>			
LOS ANGELES	3,058,200	21,859	20,253
ALAMEDA	494,300	58	43
CONTRA COSTA	318,200	28	21
MARIN	97,400	58	43
ORANGE	856,700	327	245
RIVERSIDE	456,700	57	43
SACRAMENTO	425,500	26	19
SAN BERNARDINO	514,700	51	38
SAN DIEGO	931,800	153	115
SAN FRANCISCO	308,000	184	138
SAN MATEO	250,200	68	51
SANTA BARBARA	133,600	80	60
SANTA CLARA	525,900	85	64
SONOMA	159,100	25	19
VENTURA	223,200	216	162
*BALANCE IN STATE		146	109
<b>TOTAL IN CALIFORNIA</b>		<b>23,421</b>	<b>21,423</b>

(Daily Variety (Morning), Los Angeles, CA, Page #2)

## Testimony for Petitioner

State County	OCCUPIED HOUSEHOLDS #12-31-92 Estimate	Actual Gross Dist.	Average Proj. Paid Circ.*
<b>ARIZONA</b>			
MARICOPA	866,700	60	45
*BALANCE IN STATE		32	24
<b>TOTAL IN ARIZONA</b>		<b>92</b>	<b>69</b>
<b>FLORIDA</b>			
DADE	702,700	45	34
ORANGE	274,500	49	37
*BALANCE IN STATE		90	67
<b>TOTAL IN FLORIDA</b>		<b>184</b>	<b>138</b>
<b>GEORGIA</b>			
FULTON	268,400	56	42
*BALANCE IN STATE		31	23
<b>TOTAL IN GEORGIA</b>		<b>87</b>	<b>65</b>
<b>ILLINOIS</b>			
COOK	1,886,100	139	104
*BALANCE IN STATE		32	24
<b>TOTAL IN ILLINOIS</b>		<b>171</b>	<b>128</b>
<b>MASSACHUSETTS</b>			
MIDDLESEX	256,700	28	21
*BALANCE IN STATE		49	37
<b>TOTAL IN MASSACHUSETTS</b>		<b>77</b>	<b>58</b>
<b>MINNESOTA</b>			
HENNEPIN	432,800	26	19
*BALANCE IN STATE		14	11
<b>TOTAL IN MINNESOTA</b>		<b>40</b>	<b>30</b>
<b>NEVADA</b>			
CLARK	331,200	43	32
*BALANCE IN STATE		26	20
<b>TOTAL IN NEVADA</b>		<b>69</b>	<b>52</b>
<b>NEW YORK</b>			
KINGS	818,500	27	20
NEW YORK	723,000	1,350	1,012
QUEENS	716,300	36	27
WESTCHESTER	320,900	26	20
*BALANCE IN STATE		71	53
<b>TOTAL IN NEW YORK</b>		<b>1,510</b>	<b>1,132</b>
<b>TEXAS</b>			
DALLAS	731,500	85	64
*BALANCE IN STATE		81	60
<b>TOTAL IN TEXAS</b>		<b>166</b>	<b>124</b>

State County	OCCUPIED HOUSEHOLDS #12-31-92 Estimate	Actual Gross Dist.	Average Proj. Paid Circ.*
<b>UTAH</b>			
SALT LAKE	252,700	25	19
*BALANCE IN STATE		15	11
<b>TOTAL IN UTAH</b>		<b>40</b>	<b>30</b>
<b>WASHINGTON</b>			
KINGS	639,600	56	42
*BALANCE IN STATE		27	20
<b>TOTAL IN WASHINGTON</b>		<b>83</b>	<b>62</b>
<b>BALANCE IN UNITED STATES</b>		<b>917</b>	<b>687</b>
<b>TOTAL IN UNITED STATES</b>		<b>32,057</b>	<b>24,028</b>
<b>BALANCE OF CIRCULATION</b>		<b>92</b>	<b>69</b>
<b>GRAND TOTAL</b>		<b>26,949</b>	<b>24,067</b>

\*Arrived at by relating actual gross distribution figures to average paid circulation for the period covered by this report.

**4. NET PRESS RUN AND PAID CIRCULATION BY EDITIONS:**

Press Time	Date Printed	Issue Date	Net Press Run	Gross Paid Distribution	Net Paid
Morning Issue for Friday, June 4, 1993.					
10:30 PM	6-3	6-4	33,950	26,949	24,067

\*The paid circulation figure(s) is the average(s) in Pars. 1A & 1B.

**5. AVERAGE UNPAID DISTRIBUTION:**

	Morning (Mon. to Fri.)
Arrears .....	
Advertisers, Agencies .....	
Complimentary, Sample, Service .....	571
<b>Total .....</b>	<b>571</b>

**6. WERE RETURNS ACCEPTED OR ALLOWANCES MADE FOR UNDELIVERED, LEFTOVER AND UNSOLD COPIES?**

Fully returnable.

The allowance for returns, undelivered, leftover and unsold copies for period covered by this report were found to have been 5.53%.

Testimony for Petitioner

**ANALYSIS OF CARRIER AND MAIL SUBSCRIPTION SALES (NEW AND RENEWAL)**

For Period Covered by this Report

**7. PREMIUM, COMBINATION, SPECIAL OFFERS, CLUBS AND INSURANCE:**

		Term Ordered			
		1 Mo.	3 Mos.	6 Mos.	1 Yr.
(e) Special reduced prices, See Par. 10(b).....	M				67*

\*This figure does not represent the total number of subscriptions received, but represents the average number of copies served during this report period to students sold at the price(s) shown in Par. 10(b).

8. (a) CONTESTS INVOLVING SUBSCRIPTION CONTRACT: None of record.

(b) CONTESTS NOT INVOLVING SUBSCRIPTION CONTRACT: None of record.

**9. ARREARS AS AT JUNE 4, 1993:**

M	Carriers	Single Copy Accounts	Mail
Arrears under 3 months	None	None	2.84%

**10. PRICES:**

(a) Basic Prices:	By Mail				By Carrier				
	1 Yr.	6 Mos.	3 Mos.	1 Mo.	1 Yr.	6 Mos.	3 Mos.	1 Mo.	1 Wk.
M .....									
to 02/01/93.....	\$129.00	\$97.00							
since 02/01/93 ..	145.00	97.00							

	Single Copy
M .....	
to 01/01/93 ...	75c
from 01/01/93	
to 05/01/93 ...	85c
since 05/01/93	90c

(b) Special reduced prices: To students, 1 year \$80.00.

**II. EXPLANATORY:**

Regular publishing days on which no paper was issued:

Morning (Mon. to Fri.): July 3, 1992; September 7, 1992; November 26, 1992; November 27, 1992; December 25, 1992; January 1, 1993; February 15, 1993; April 9, 1993; May 31, 1993.

Par. 1B:

(a) Employee Copies, averaging 176 copies per issue, represent copies served to employees of the newspaper.

(b) Group Subscriptions, averaging 4,813 copies per issue, represent copies sold in quantities of 2 to 577 to individuals and business concerns for their employees at basic prices.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examinations were made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid circulation.

Audit Bureau of Circulations