

MAGAZINE

Publisher's Statement

Six months ended December 31, 2013

Subject to Audit

Field Served: ESQUIRE is a magazine encompassing all aspects of how a man thinks and lives.

Published by Hearst Communications, Inc.

Frequency: 11 times/year

1. TOTAL AVERAGE PAID & VERIFIED CIRCULATION

	Average for the Statement Period	%	Rate Base	Above (Below)	% Above (Below)
Paid & Verified Circulation: (See Par. 6)					
Subscriptions:					
Paid					
Print	576,326	80.8			
Digital (Replica)	48,859	6.9			
Total Paid Subscriptions	625,185	87.7			
Verified					
Print	4,789	0.7			
Total Verified Subscriptions	4,789	0.7			
Total Paid & Verified Subscriptions	629,974	88.4			
Single Copy Sales					
Print	71,327	10.0			
Digital (Replica)	11,708	1.6			
Total Single Copy Sales	83,035	11.6			
Total Paid & Verified Circulation	713,009	100.0	700,000	13,009	1.9

2. PRICES

	Suggested Retail Prices (1)	Average Price (2) Net Gross (Optional)
Average Single Copy	\$4.99	
Subscription	\$7.97	
Average Subscription Price Annualized (11 issue frequency)		\$10.18
Average Subscription Price per Copy		\$0.93

(1) For the Statement period

(2) Represents subscriptions for the 12 months ended June 30, 2013.

3. PAID & VERIFIED CIRCULATION BY ISSUE OF PRINT AND DIGITAL REPLICA

Issue	Paid Subscriptions			Verified Subscriptions			Single Copy Sales			Total Paid & Verified Circulation Print	Total Paid & Verified Circulation Digital (Replica)	Total Paid & Verified Circulation
	Print	Digital (Replica)	Total Paid Subscriptions	Print	Total Verified Subscriptions	Total Paid & Verified Subscriptions	Print	Digital (Replica)	Total Single Copy Sales			
Aug.	582,757	50,322	633,079	4,823	4,823	637,902	73,046	9,161	82,207	660,626	59,483	720,109
Sept.	576,154	49,969	626,123	4,848	4,848	630,971	75,000	9,089	84,089	656,002	59,058	715,060
Oct.	571,121	49,075	620,196	4,568	4,568	624,764	54,590	14,663	69,253	630,279	63,738	694,017
Nov.	572,344	47,849	620,193	4,871	4,871	625,064	81,000	11,115	92,115	658,215	58,964	717,179
Dec.	579,255	47,079	626,334	4,836	4,836	631,170	73,000	14,512	87,512	657,091	61,591	718,682

4. AVERAGE CIRCULATION BY REGIONAL, METRO & DEMOGRAPHIC EDITIONS

None

5. TREND ANALYSIS

	2009	%	2010	%	2011	%	2012	%	2013	%
Subscriptions:										
Paid	607,937	85.1	614,659	84.2	610,065	85.5	613,617	85.6	633,394	87.4
Verified	9,284	1.3	14,539	2.0	15,190	2.1	14,864	2.1	3,990	0.6
Total Paid & Verified Subscriptions	617,221	86.4	629,198	86.2	625,255	87.6	628,481	87.7	637,384	88.0
Single Copy Sales	97,519	13.6	101,147	13.8	88,238	12.4	88,022	12.3	87,242	12.0
Total Paid & Verified Circulation	714,740	100.0	730,345	100.0	713,493	100.0	716,503	100.0	724,626	100.0
Year Over Year Percent of Change		-0.7		2.2		-2.3		0.4		1.1
Avg. Annualized Subscription Price	\$10.52		\$10.71		\$9.48		\$10.22		\$10.18	

6. SUPPLEMENTAL ANALYSIS OF AVERAGE PAID & VERIFIED CIRCULATION

The following averages, as reported below, are included in Par. 1 and annotated here per applicable rules. See Par. 9 for full explanation.

	Print Average for Period	Digital (Replica) Average for Period	Total	% of Circulation
PAID SUBSCRIPTIONS				
Individual Subscriptions*	553,128	48,859	601,987	84.4
Combination Subscriptions*	5,448		5,448	0.8
Award Point*	9,303		9,303	1.3
Partnership:				
Deductible*	40		40	0.0
Sponsored Sales	8,407		8,407	1.2
TOTAL PAID SUBSCRIPTIONS	576,326	48,859	625,185	87.7
VERIFIED SUBSCRIPTIONS				
Public Place (See Par. 6A)	1,185		1,185	0.2
Individual Use (See Par. 6B)	3,604		3,604	0.5
TOTAL VERIFIED SUBSCRIPTIONS	4,789		4,789	0.7
TOTAL PAID & VERIFIED SUBSCRIPTIONS	581,115	48,859	629,974	88.4
SINGLE COPY SALES				
Single Issue Sales	71,327	11,708	83,035	11.6
TOTAL SINGLE COPY SALES	71,327	11,708	83,035	11.6
TOTAL PAID & VERIFIED CIRCULATION	652,442	60,567	713,009	100.0

*Included in Average Price calculation

6A. ADDITIONAL ANALYSIS OF VERIFIED PUBLIC PLACE

The following represents the average public place copies made available during the statement period to the following public areas:

	Transportation Outlets	Hotels/Lodges	Public Place Other	Total Public Place Copies
Verified Subscription: Public Place	605	580		1,185

6B. ADDITIONAL ANALYSIS OF VERIFIED INDIVIDUAL USE

The following represents the average individual use copies made available during the statement period to the following individuals:

	Individually Requested	Individual Use Other	Total Individual Use Copies
Verified Subscription: Individual Use	3,604		3,604

7. GEOGRAPHIC DATA for the September 2013 issue

Total paid & verified circulation of this issue was 0.3% greater than the total average paid & verified circulation.

State	PAID SUBSCRIPTIONS			VERIFIED SUBSCRIPTIONS			SINGLE COPY SALES				
	Print	Digital (Replica)	Total Paid Subscriptions	Print	Total Verified Subscriptions	Total Paid & Verified Subscriptions	Print	Digital (Replica)	Total Single Copy Sales	Total Paid & Verified Circulation	Total Paid & Verified Circulation Digital (Replica)
Alabama	6,410		6,410	41	41	6,451	414		414	6,865	6,865
Arizona	10,329		10,329	67	67	10,396	1,089		1,089	11,485	11,485
Arkansas	3,776		3,776	24	24	3,800	302		302	4,102	4,102
California	75,798		75,798	785	785	76,583	8,153		8,153	84,736	84,736
Colorado	10,038		10,038	65	65	10,103	1,352		1,352	11,455	11,455
Connecticut	7,955		7,955	51	51	8,006	766		766	8,772	8,772
Delaware	1,869		1,869	12	12	1,881	123		123	2,004	2,004
District of Columbia	3,534		3,534	23	23	3,557	553		553	4,110	4,110
Florida	32,397		32,397	264	264	32,661	4,411		4,411	37,072	37,072
Georgia	15,057		15,057	157	157	15,214	2,138		2,138	17,352	17,352
Idaho	1,909		1,909	12	12	1,921	186		186	2,107	2,107
Illinois	28,173		28,173	246	246	28,419	2,759		2,759	31,178	31,178
Indiana	10,017		10,017	64	64	10,081	657		657	10,738	10,738
Iowa	5,014		5,014	32	32	5,046	329		329	5,375	5,375
Kansas	5,100		5,100	33	33	5,133	272		272	5,405	5,405
Kentucky	6,342		6,342	43	43	6,385	518		518	6,903	6,903
Louisiana	6,257		6,257	40	40	6,297	554		554	6,851	6,851
Maine	2,069		2,069	13	13	2,082	187		187	2,269	2,269
Maryland	12,269		12,269	108	108	12,377	959		959	13,336	13,336
Massachusetts	14,694		14,694	167	167	14,861	2,013		2,013	16,874	16,874
Michigan	16,631		16,631	107	107	16,738	2,649		2,649	19,387	19,387
Minnesota	11,099		11,099	91	91	11,190	947		947	12,137	12,137
Mississippi	3,376		3,376	22	22	3,398	321		321	3,719	3,719
Missouri	9,773		9,773	63	63	9,836	856		856	10,692	10,692
Montana	1,809		1,809	12	12	1,821	149		149	1,970	1,970
Nebraska	3,459		3,459	22	22	3,481	290		290	3,771	3,771
Nevada	4,891		4,891	72	72	4,963	1,191		1,191	6,154	6,154
New Hampshire	2,386		2,386	15	15	2,401	203		203	2,604	2,604
New Jersey	18,928		18,928	262	262	19,190	2,963		2,963	22,153	22,153
New Mexico	3,284		3,284	21	21	3,305	278		278	3,583	3,583
New York	45,757		45,757	564	564	46,321	6,649		6,649	52,970	52,970
North Carolina	15,405		15,405	99	99	15,504	1,756		1,756	17,260	17,260
North Dakota	1,402		1,402	9	9	1,411	120		120	1,531	1,531
Ohio	20,119		20,119	240	240	20,359	1,346		1,346	21,705	21,705
Oklahoma	5,364		5,364	35	35	5,399	430		430	5,829	5,829
Oregon	6,387		6,387	41	41	6,428	664		664	7,092	7,092
Pennsylvania	25,907		25,907	167	167	26,074	2,065		2,065	28,139	28,139
Rhode Island	2,304		2,304	15	15	2,319	253		253	2,572	2,572
South Carolina	7,053		7,053	65	65	7,118	703		703	7,821	7,821
South Dakota	1,337		1,337	9	9	1,346	86		86	1,432	1,432
Tennessee	9,955		9,955	64	64	10,019	1,114		1,114	11,133	11,133
Texas	37,109		37,109	253	253	37,362	3,365		3,365	40,727	40,727
Utah	3,609		3,609	23	23	3,632	438		438	4,070	4,070
Vermont	1,186		1,186	8	8	1,194	132		132	1,326	1,326
Virginia	16,575		16,575	157	157	16,732	1,535		1,535	18,267	18,267
Washington	12,851		12,851	83	83	12,934	1,892		1,892	14,826	14,826
West Virginia	2,402		2,402	15	15	2,417	136		136	2,553	2,553
Wisconsin	9,418		9,418	61	61	9,479	520		520	9,999	9,999
Wyoming	962		962	6	6	968	99		99	1,067	1,067
TOTAL 48 CONTERMINOUS STATES	559,745		559,745	4,848	4,848	564,593	60,885		60,885	625,478	625,478
Alaska	1,368		1,368			1,368	206		206	1,574	1,574
Hawaii	2,544		2,544			2,544	393		393	2,937	2,937
TOTAL ALASKA & HAWAII	3,912		3,912			3,912	599		599	4,511	4,511
U.S. Unclassified		49,969	49,969			49,969		9,089	9,089		59,058
TOTAL UNITED STATES	563,657	49,969	613,626	4,848	4,848	618,474	61,484	9,089	70,573	629,989	59,058
Poss. & Other Areas	775		775			775	102		102	877	877
U.S. & POSS., etc.	564,432	49,969	614,401	4,848	4,848	619,249	61,586	9,089	70,675	630,866	59,058
Canada	8,114		8,114			8,114	8,310		8,310	16,424	16,424
International	2,542		2,542			2,542	5,104		5,104	7,646	7,646
Other Unclassified											
Military or Civilian Personnel Overseas	1,066		1,066			1,066				1,066	1,066
GRAND TOTAL	576,154	49,969	626,123	4,848	4,848	630,971	75,000	9,089	84,089	656,002	59,058

ANALYSIS BY ABCD COUNTY SIZE for the September 2013 issue

County Size	% of Households	Total Paid & Verified Circulation Print	Total Paid & Verified Circulation Digital (Replica)	Total Paid & Verified Circulation	% of Total Circulation	Index (% of Circulation/ % of Households)
A	40	307,339		307,339	49.1	123
B	30	189,023		189,023	30.2	101
C	15	74,726		74,726	12.0	80
D	15	54,390		54,390	8.7	58

County Size Group Definitions by the A.C. Nielsen Company- Data for the conterminous 48 states.

8. ANALYSIS OF TOTAL NEW AND RENEWAL PAID INDIVIDUAL SUBSCRIPTIONS

Total gross subscriptions (new and renewal) sold in the six month period ended December 31, 2013

A. DURATION			C. CHANNELS		
		%			%
(a) One to six months (1 to 6 issues)	139	0.0	(a) Ordered by subscriber action via direct mail, direct mail agents, inserts, online, renewals, catalogs, or other outlets available to the subscribers.....	206,190	73.3
(b) Seven to eleven months (7 to 10 issues)	39,863	14.2	(b) Ordered by subscribers in response to unsolicited telemarketing and door to door selling.....	56,761	20.2
(c) Twelve months (11 issues)	166,542	59.2	(c) Ordered by subscribers in response to fund-raising programs of schools, churches, and other similar organizations.....	18,407	6.5
(d) Thirteen to twenty-four months.....	69,019	24.5	(d) Subscriptions as part of membership in an organization	None	
(e) Twenty-five months and more	5,795	2.1	Total Subscriptions Sold in Period	281,358	100.0
Total Subscriptions Sold in Period	281,358	100.0			
B. USE OF PREMIUMS					
(a) Ordered without premium	281,358	100.0			
(b) Ordered with material reprinted from this publication.....	None				
(c) Ordered with other premiums	None				
Total Subscriptions Sold in Period	281,358	100.0			

9. EXPLANATORY

(a) Suggested Retail Prices: Average Single Copy: Canada and International, \$5.99. Subscriptions: Canada and International, 1 yr. \$19.97.

(b) Average non-analyzed non-paid circulation for the 6 month period: 10,749 copies per issue.

(c) Post expiration copies: None.

(d) DESCRIPTION OF DIGITAL (Replica): The digital edition is consistent with the print edition - all content is included either as an exact replica or as an interactive, enhanced presentation created specifically for the device being used. The digital edition is available via a growing list of digital edition storefronts and is able to be read on numerous tablets, smart phones and e-reader devices.

(e) 8,028 subscriptions were sold in combination during this statement period.

Combination Publication	Subscriptions Sold	Subscription Term	Price of Combination	Suggested Retail Prices
Road & Track Buyer's Guide	55	11-22 issues	\$6.97 - \$13.97	\$5.99
Maxim	40	14 issues	\$40.00	\$24.97
Big Black Book	1	33 issues	\$27.94	\$9.95
Men's Health	5,857	11 issues	\$20.00	\$24.94
ESPN	1,090	11 issues	\$30.00	\$26.00
Details	985	11 issues	\$20.00	\$15.00

(f) Award Point Subscription Sales: The average of 9,303 copies per issue, shown in Par. 6 and included in Par. 1, includes the following:

An average of 4,525 copies per issue represents copies served to subscribers in exchange for the redemption of Airline Frequent Flyer Miles. These subscriptions were sold at 24 to 36 issues for \$33.00 to \$35.00, in exchange for the redemption of 1,100 to 3,300 points at the rate of 1¢ to 3¢ per mile.

An average of 4,778 copies per issue represents copies served to subscribers in exchange for the redemption of Award Points. These subscriptions were sold at 11 issues for \$8.00 in exchange for the redemption of 133 points at the rate of 6¢ per point.

(g) Partnership Subscription Sales (Deductible): The average of 40 copies per issue, shown in Par. 6 and included in Par. 1, represents copies served in a partnership relationship wherein this publication was bundled with the purchase of a product or service. Purchasers were advised that \$5.00 to \$10.00 of the sales price was allocated for a 1 year subscription.

(h) Sponsored Subscription Sales: The average of 8,407 copies per issue, shown in Par. 6 and included in Par. 1, represents copies purchased by various business concerns in quantities of 11 or more.

(i) Verified Public Place: The average of 1,185 copies per issue, shown in Par. 6 and included in Par. 1, represents copies distributed to Transportation Outlets and Hotels & Lodging.

(j) Pursuant to a review by the AAM Board of Directors, copies distributed through the Next Issue Media Unlimited program are reported as paid single copy sales based on consumer payment for the program and consumer's request for this specific magazine. Included in Digital (Replica) single copy sales is an average of 9,536 copies per issue from this program.

(k) An average of 3,604 copies are included in Verified Individually Requested that were served to subscribers that ordered the magazine for which payment was not received.

10. VARIANCE

Latest released Audit Report for 12 months ended December 31, 2012; Variation from Publisher's Statements

Audit Period Ended	Rate Base (Paid & Verified)	Audit Report (Paid & Verified)	Publisher's Statements (Paid & Verified)	Difference (Paid & Verified)	Percentage of Difference (Paid & Verified)
12-31-12	700,000	714,578	716,502	-1,924	-0.3
12-31-11	700,000	714,823	713,493	1,330	0.2
12-31-10	700,000	731,998	730,345	1,653	0.2
12-31-09	700,000	714,489	714,739	-250	-0.0
12-31-08	700,000	718,220	719,699	-1,479	-0.2

We certify that to the best of our knowledge all data set forth in this Publisher's Statement are true and report circulation in accordance with Alliance for Audited Media's Bylaws and Rules.

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LIBERTA ABBONDANTE
Senior V.P./Consumer Marketing

JACK ESSIG
S.V.P., Publisher & Chief
Revenue Officer

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	Analyzed Issue Text (for double month issue date)	
	Average Single Copy Price	4.99
	Association Subscription Price	
	U.S. Subscription Price	7.97
	Canadian Subscription Price	19.97
	International Subscription Price	19.97