

MAGAZINE

Publisher's Statement

6 months ended June 30, 2014

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 (See Below)	Above (Below)	% Above (Below)
Paid & Verified Circulation: (See Par. 6)					
Subscriptions:					
Paid					
Print	610,629	81.8			
Digital (Replica)	43,829	5.9			
Total Paid Subscriptions	654,458	87.7			
Verified					
Print	4,883	0.6			
Total Verified Subscriptions	4,883	0.6			
Total Paid & Verified Subscriptions	659,341	88.3			
Single Copy Sales					
Print	68,922	9.2			
Digital (Replica)	18,293	2.5			
Total Single Copy Sales	87,215	11.7			
Total Paid & Verified Circulation	746,556	100.0	720,833	25,733	3.6
Rate Base:					
Paid & Verified	to 02/01/14		700,000		
	since 02/01/14		725,000		

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)		\$10.59
Average Subscription Price per Copy		\$0.96
(1) For the Statement period		
(2) Represents subscriptions for the 12 months ended December 31, 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	Digital (Replica)	Total Paid Subscriptions	Print	Total Verified Subscriptions	Total Paid & Verified Subscriptions	Print	Digital (Replica)	Total Single Copy Sales	Total Paid & Verified Circulation Print	Total Paid & Verified Circulation Digital (Replica)	Total Paid & Verified Circulation
Jan.	580,560	45,808	626,368	3,251	3,251	629,619	75,009	16,079	91,088	658,820	61,887	720,707
Feb.	615,681	44,534	660,215	4,399	4,399	664,614	51,800	15,498	67,298	671,880	60,032	731,912
Mar.	611,826	44,487	656,313	5,555	5,555	661,868	69,000	17,700	86,700	686,381	62,187	748,568
Apr.#	627,629	43,501	671,130	5,377	5,377	676,507	70,504	17,958	88,462	703,510	61,459	764,969
May#	612,195	42,719	654,914	5,357	5,357	660,271	77,660	20,695	98,355	695,212	63,414	758,626
June/July#	615,885	41,922	657,807	5,359	5,359	663,166	69,560	21,827	91,387	690,804	63,749	754,553

#See Par. 9

04-0295-0

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*	586,061	43,829	629,890	84.4
Combination Subscriptions*	10,151		10,151	1.4
Award Point*	10,620		10,620	1.4
Sponsored Sales	3,797		3,797	0.5
TOTAL PAID SUBSCRIPTIONS	610,629	43,829	654,458	87.7
VERIFIED SUBSCRIPTIONS				
Public Place (See Par. 6A)	2,278		2,278	0.3
Individual Use (See Par. 6B)	2,605		2,605	0.3
TOTAL VERIFIED SUBSCRIPTIONS	4,883		4,883	0.6
TOTAL PAID & VERIFIED SUBSCRIPTIONS	615,512	43,829	659,341	88.3
SINGLE COPY SALES				
Single Issue Sales	68,839	18,293	87,132	11.7
Combination Sales	83		83	0.0
TOTAL SINGLE COPY SALES	68,922	18,293	87,215	11.7
TOTAL PAID & VERIFIED CIRCULATION	684,434	62,122	746,556	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:

Verified Subscription:	Hotels/Lodges	Transportation Outlets	Public Place Other	Total Public Place Copies
Public Place	1,662	616		2,278

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:

Verified Subscription:	Individually Requested	Individual Use Other	Total Individual Use Copies
Individual Use	2,605		2,605

7. GEOGRAPHIC DATA for the March 2014 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	7,334		7,334	32	32	7,366	408		408	7,774	7,774
Arizona	11,066		11,066	48	48	11,114	988		988	12,102	12,102
Arkansas	4,302		4,302	19	19	4,321	262		262	4,583	4,583
California	78,514		78,514	715	715	79,229	7,880		7,880	87,109	87,109
Colorado	10,733		10,733	397	397	11,130	1,303		1,303	12,433	12,433
Connecticut	8,131		8,131	36	36	8,167	745		745	8,912	8,912
Delaware	2,001		2,001	9	9	2,010	98		98	2,108	2,108
District of Columbia	3,579		3,579	66	66	3,645	455		455	4,100	4,100
Florida	36,458		36,458	895	895	37,353	4,355		4,355	41,708	41,708
Georgia	16,542		16,542	108	108	16,650	2,036		2,036	18,686	18,686
Idaho	2,122		2,122	9	9	2,131	140		140	2,271	2,271
Illinois	29,455		29,455	214	214	29,669	2,413		2,413	32,082	32,082
Indiana	10,963		10,963	48	48	11,011	618		618	11,629	11,629
Iowa	5,319		5,319	23	23	5,342	321		321	5,663	5,663
Kansas	5,231		5,231	23	23	5,254	298		298	5,552	5,552
Kentucky	7,027		7,027	33	33	7,060	458		458	7,518	7,518
Louisiana	6,763		6,763	30	30	6,793	541		541	7,334	7,334
Maine	2,169		2,169	9	9	2,178	173		173	2,351	2,351
Maryland	12,857		12,857	56	56	12,913	845		845	13,758	13,758
Massachusetts	15,077		15,077	138	138	15,215	2,098		2,098	17,313	17,313
Michigan	18,019		18,019	79	79	18,098	1,936		1,936	20,034	20,034
Minnesota	11,983		11,983	72	72	12,055	859		859	12,914	12,914
Mississippi	3,931		3,931	17	17	3,948	311		311	4,259	4,259
Missouri	10,522		10,522	46	46	10,568	841		841	11,409	11,409
Montana	1,942		1,942	8	8	1,950	119		119	2,069	2,069
Nebraska	3,695		3,695	16	16	3,711	237		237	3,948	3,948
Nevada	5,316		5,316	64	64	5,380	1,096		1,096	6,476	6,476
New Hampshire	2,498		2,498	11	11	2,509	231		231	2,740	2,740
New Jersey	19,488		19,488	225	225	19,713	2,386		2,386	22,099	22,099
New Mexico	3,596		3,596	16	16	3,612	263		263	3,875	3,875
New York	46,350		46,350	1,052	1,052	47,402	5,968		5,968	53,370	53,370
North Carolina	16,861		16,861	74	74	16,935	1,719		1,719	18,654	18,654
North Dakota	1,536		1,536	7	7	1,543	98		98	1,641	1,641
Ohio	22,118		22,118	199	199	22,317	1,202		1,202	23,519	23,519
Oklahoma	5,820		5,820	25	25	5,845	371		371	6,216	6,216
Oregon	6,668		6,668	29	29	6,697	584		584	7,281	7,281
Pennsylvania	26,968		26,968	118	118	27,086	2,077		2,077	29,163	29,163
Rhode Island	2,333		2,333	10	10	2,343	275		275	2,618	2,618
South Carolina	7,738		7,738	54	54	7,792	619		619	8,411	8,411
South Dakota	1,535		1,535	7	7	1,542	83		83	1,625	1,625
Tennessee	10,882		10,882	48	48	10,930	1,017		1,017	11,947	11,947
Texas	39,900		39,900	188	188	40,088	3,585		3,585	43,673	43,673
Utah	3,905		3,905	17	17	3,922	377		377	4,299	4,299
Vermont	1,198		1,198	5	5	1,203	128		128	1,331	1,331
Virginia	17,684		17,684	127	127	17,811	1,406		1,406	19,217	19,217
Washington	13,533		13,533	59	59	13,592	1,696		1,696	15,288	15,288
West Virginia	2,624		2,624	11	11	2,635	131		131	2,766	2,766
Wisconsin	9,968		9,968	44	44	10,012	499		499	10,511	10,511
Wyoming	1,023		1,023	4	4	1,027	68		68	1,095	1,095
TOTAL 48 CONTERMINOUS STATES	595,277		595,277	5,540	5,540	600,817	56,617		56,617	657,434	657,434
Alaska	1,418		1,418			1,418	193		193	1,611	1,611
Hawaii	2,652		2,652	15	15	2,667	466		466	3,133	3,133
TOTAL ALASKA & HAWAII	4,070		4,070	15	15	4,085	659		659	4,744	4,744
U.S. Unclassified		44,487	44,487			44,487		17,700	17,700		62,187
TOTAL UNITED STATES	599,347	44,487	643,834	5,555	5,555	649,389	57,276	17,700	74,976	662,178	62,187
Poss. & Other Areas	842		842			842	2		2	844	844
U.S. & POSS., etc.	600,189	44,487	644,676	5,555	5,555	650,231	57,278	17,700	74,978	663,022	62,187
CANADA											
Alberta	1,140		1,140			1,140	1,387		1,387	2,527	2,527
British Columbia	1,286		1,286			1,286	1,789		1,789	3,075	3,075
Manitoba	309		309			309	216		216	525	525
New Brunswick	92		92			92	127		127	219	219
Newfoundland/Labrador	63		63			63	44		44	107	107
Northwest Territories	5		5			5	12		12	17	17
Nova Scotia	188		188			188	207		207	395	395
Nunavut	2		2			2				2	2
Ontario	4,111		4,111			4,111	3,194		3,194	7,305	7,305
Prince Edward Island	27		27			27	29		29	56	56
Quebec	813		813			813	678		678	1,491	1,491
Saskatchewan	285		285			285	207		207	492	492
Yukon Territory	11		11			11	11		11	22	22
Canadian Unclassified											
TOTAL CANADA	8,332		8,332			8,332	7,901		7,901	16,233	16,233
International	2,296		2,296			2,296	3,821		3,821	6,117	6,117
Other Unclassified											
Military or Civilian Personnel Overseas	1,009		1,009			1,009				1,009	1,009
GRAND TOTAL	611,826	44,487	656,313	5,555	5,555	661,868	69,000	17,700	86,700	686,381	62,187

8. ANALYSIS OF TOTAL NEW AND RENEWAL PAID INDIVIDUAL SUBSCRIPTIONS

Total gross subscriptions (new and renewal) sold in the six month period ended June 30, 2014

A. DURATION			C. CHANNELS		
		%			%
(a) One to six months (1 to 5 issues)	369	0.2	(a) Ordered by subscriber action via direct mail, direct mail agents, inserts, online, renewals, catalogs, or other outlets available to the subscribers.....	198,967	85.0
(b) Seven to eleven months (6 to 10 issues)	3,239	1.4	(b) Ordered by subscribers in response to unsolicited telemarketing and door to door selling.....	30,929	13.2
(c) Twelve months (11 issues)	156,675	66.9	(c) Ordered by subscribers in response to fund-raising programs of schools, churches, and other similar organizations.....	4,311	1.8
(d) Thirteen to twenty-four months.....	63,109	26.9	(d) Subscriptions as part of membership in an organization	None	
(e) Twenty-five months and more	10,815	4.6	Total Subscriptions Sold in Period	234,207	100.0
Total Subscriptions Sold in Period	234,207	100.0			
B. USE OF PREMIUMS					
(a) Ordered without premium	234,207	100.0			
(b) Ordered with material reprinted from this publication.....	None				
(c) Ordered with other premiums	None				
Total Subscriptions Sold in Period	234,207	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 nonanalyzed nonpaid circulation for the 6 month period: 15,694 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) 694 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	21	11 Issues	\$6.97-\$13.97	\$5.99
Maxim	81	11 Issues	\$40.00	\$24.97
Men's Health	417	11 Issues	\$20.00	\$24.94
Details	73	11 Issues	\$20.00	\$15.00
ESPN	102	11 Issues	\$30.00	\$26.00

(f) Award Point Subscription Sales: The average of 10,620 copies per issue, shown in Par. 6 and included in Par. 1, includes the following:

An average of 4,407 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 6,213 copies per issue represents copies served to subscribers in exchange for the redemption of Award Points. These subscriptions were sold at 10-11 issues for \$8.00 in exchange for the redemption of 133 points at the rate of 6¢ per point.

(g) Sponsored Subscription Sales: The average of 3,797 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.

(h) Verified Public Place: The average of 2,278 copies per issue, shown in Par. 6 and included in Par. 1, represents copies distributed to Transportation Outlets and Hotels & Lodging.

(i) Analysis by ABCD county size for the March 2014 issue, Circulation is reported as follows:

A County Size includes 317,143 copies B County Size includes 199,609 copies, C County Size includes 79,882 copies, D County Size includes 60,797 copies

(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 16,254 copies per issue from this program.

(k) An average of 2,605 copies are included in Verified Individually Requested that were served to subscribers that ordered the magazine for which payment was not received.

(l) Combination Single Copy Sales: The average of 83 copies per issue, shown in Par. 6 and included in Par. 1, represents copies of the February 2014 issue of this publication and the February 2014 issue of CIGAR AFFICIANADO sold at a combination single copy price of \$9.95.

(m) Single Copy Sales for issues denoted in Par. 3 of this statement were impacted by the Source Interlink closure.

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.

Parent Company: Hearst Communications, Inc.

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LIBERTA ABBONDANTE
SVP/Consumer Marketing

JACK ESSIG
SVP, 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