

PAID & VERIFIED MAGAZINE PUBLISHER'S STATEMENT

Subject to Audit

For the six months ended June 30, 2009

Field Served: As a food and healthy lifestyle magazine, COOKING LIGHT is dedicated to helping its readers eat smart, be fit and live well. The magazine uniquely blends its sophisticated approach to food with contemporary coverage of entertaining, fitness, health, beauty, travel and shelter to bring great tastes, style and balance to the active, fit and adventurous lifestyle of today's woman.

Published by Southern Progress Corporation, a Division of Time Inc.

Frequency: 12 times/year

ABC Member # 04-0219-6

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	1,552,922	87.6			
Verified	47,806	2.7			
Total Paid & Verified Subscriptions	1,600,728	90.3			
Single Copy Sales	171,301	9.7			
Total Paid & Verified Circulation	1,772,029	100.0	1,750,000	22,029	1.3

2. PRICES

	Suggested Retail Prices (1)	Average Price (2) Net	Gross (Optional)
Average Single Copy	\$4.99		
Subscription	\$22.00		
Average Subscription Price Annualized (12 issue frequency)		\$15.70	
Average Subscription Price per Copy		\$1.31	

(1) For the Statement period

(2) Represents subscriptions for the 12 months ended December 31, 2008.

3. PAID & VERIFIED CIRCULATION BY ISSUE

Issue	Paid Subscriptions	Verified Subscriptions	Total Paid & Verified Subscriptions	Single Copy Sales	Total Paid & Verified Circulation
Jan./Feb.+	1,566,688		1,566,688	191,908	1,758,596
Mar.	1,545,629	59,891	1,605,520	126,996	1,732,516
Apr.	1,573,053	59,906	1,632,959	177,531	1,810,490
May	1,526,833	59,777	1,586,610	179,595	1,766,205
June	1,552,407	59,456	1,611,863	180,475	1,792,338

+See Par. 9.

4. AVERAGE CIRCULATION BY REGIONAL, METRO & DEMOGRAPHIC EDITIONS

None

5. TREND ANALYSIS

	2004	%	2005	%	2006	%	2007	%	2008	%
Subscriptions:										
Paid	1,438,378	86.0	1,514,406	87.4	1,449,962	83.9	1,558,001	87.7	1,620,157	89.2
Verified	N/A		N/A		50,790	2.9	N/A		7,178	0.4
Total Paid & Verified Subscriptions	1,438,378	86.0	1,514,406	87.4	1,500,752	86.8	1,558,001	87.7	1,627,335	89.6
Single Copy Sales	233,474	14.0	217,595	12.6	227,823	13.2	217,949	12.3	189,386	10.4
Total Paid & Verified Circulation	1,671,852	100.0	1,732,001	100.0	1,728,575	100.0	1,775,950	100.0	1,816,721	100.0
Year Over Year Percent of Change		3.5		3.6		-0.2		2.7		2.3
Avg. Annualized Subscription Price	\$18.32		\$17.10		\$16.22		\$14.00		\$15.70	

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.

	Average for Period	% of Circulation
PAID SUBSCRIPTIONS		
Individual Subscriptions*	1,504,330	84.9
Combination Subscriptions*	48,592	2.7
TOTAL PAID SUBSCRIPTIONS	1,552,922	87.6
VERIFIED SUBSCRIPTIONS		
Public Place (See Par. 6A)	47,806	2.7
TOTAL VERIFIED SUBSCRIPTIONS	47,806	2.7
TOTAL PAID & VERIFIED SUBSCRIPTIONS	1,600,728	90.3
SINGLE COPY SALES		
Single Issue Sales	171,301	9.7
TOTAL SINGLE COPY SALES	171,301	9.7
TOTAL PAID & VERIFIED CIRCULATION	1,772,029	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:	Doctor/Health Care Providers	Fitness/ Recreational Facilities	Personal Care Salons	Other	Total Public Place Copies
Public Place	23,854	13,243	10,709		47,806

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:

None

7. GEOGRAPHIC DATA for the May, 2009 issue

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

STATE	PAID SUBSCRIPTIONS	VERIFIED SUBSCRIPTIONS	TOTAL PAID & VERIFIED SUBSCRIPTIONS	SINGLE COPY SALES	TOTAL PAID & VERIFIED CIRCULATION
Alabama	17,405	491	17,896	1,887	19,783
Arizona	26,980	860	27,840	3,855	31,695
Arkansas	8,639	151	8,790	710	9,500
California	180,506	9,133	189,639	22,977	212,616
Colorado	55,423	1,141	56,564	3,432	59,996
Connecticut	28,601	1,355	29,956	2,668	32,624
Delaware	4,710	238	4,948	506	5,454
District of Columbia	3,481	136	3,617	2,894	6,511
Florida	75,920	4,079	79,999	12,177	92,176
Georgia	40,039	1,661	41,700	5,489	47,189
Idaho	8,000	70	8,070	870	8,940
Illinois	63,393	2,922	66,315	6,744	73,059
Indiana	24,802	988	25,790	2,460	28,250
Iowa	16,408	149	16,557	947	17,504
Kansas	14,061	294	14,355	1,018	15,373
Kentucky	15,168	420	15,588	1,116	16,704
Louisiana	13,509	193	13,702	1,041	14,743
Maine	11,607	94	11,701	1,265	12,966
Maryland	30,471	2,195	32,666	3,876	36,542
Massachusetts	53,630	2,102	55,732	5,835	61,567
Michigan	51,166	1,977	53,143	6,279	59,422
Minnesota	36,051	1,007	37,058	2,900	39,958
Mississippi	7,673	138	7,811	682	8,493
Missouri	26,259	1,125	27,384	2,597	29,981
Montana	6,302	66	6,368	581	6,949
Nebraska	9,639	102	9,741	775	10,516
Nevada	9,636	298	9,934	2,299	12,233
New Hampshire	12,576	392	12,968	1,548	14,516
New Jersey	45,692	4,188	49,880	3,750	53,630
New Mexico	7,220	299	7,519	696	8,215
New York	80,924	4,796	85,720	7,556	93,276
North Carolina	46,910	1,651	48,561	5,157	53,718
North Dakota	3,240	29	3,269	234	3,503

STATE	PAID SUBSCRIPTIONS	VERIFIED SUBSCRIPTIONS	TOTAL PAID & VERIFIED SUBSCRIPTIONS	SINGLE COPY SALES	TOTAL PAID & VERIFIED CIRCULATION
Ohio	63,778	1,879	65,657	5,523	71,180
Oklahoma	11,387	399	11,786	854	12,640
Oregon	30,249	736	30,985	3,498	34,483
Pennsylvania	71,881	2,954	74,835	6,116	80,951
Rhode Island	7,090	66	7,156	653	7,809
South Carolina	19,070	517	19,587	2,154	21,741
South Dakota	3,760	37	3,797	271	4,068
Tennessee	24,322	972	25,294	2,545	27,839
Texas	82,353	3,169	85,522	10,462	95,984
Utah	8,463	454	8,917	1,025	9,942
Vermont	6,232	65	6,297	646	6,943
Virginia	48,877	1,563	50,440	5,125	55,565
Washington	54,610	1,463	56,073	6,524	62,597
West Virginia	6,104	101	6,205	405	6,610
Wisconsin	35,459	605	36,064	2,221	38,285
Wyoming	2,841	57	2,898	320	3,218
TOTAL 48 CONTERMINOUS STATES	1,512,517	59,777	1,572,294	165,163	1,737,457
Alaska	3,960		3,960	955	4,915
Hawaii	4,342		4,342	772	5,114
TOTAL ALASKA & HAWAII	8,302		8,302	1,727	10,029
U.S. Unclassified					
TOTAL UNITED STATES	1,520,819	59,777	1,580,596	166,890	1,747,486
Poss. & Other Areas	1,068		1,068	174	1,242
U.S. & POSS., etc.	1,521,887	59,777	1,581,664	167,064	1,748,728
Canada	3,555		3,555	12,529	16,084
International	190		190		190
Other Unclassified					
Military or Civilian					
Personnel Overseas	1,201		1,201	2	1,203
GRAND TOTAL	1,526,833	59,777	1,586,610	179,595	1,766,205

ANALYSIS BY ABCD COUNTY SIZE for the May, 2009 issue

County Size	% of Households	Total Paid & Verified Circulation	% of Total Circulation	Index (% of Circulation/ % of Households)
A	40	749,676	43.1	108
B	30	573,178	33.0	110
C	15	241,317	13.9	93
D	15	173,286	10.0	67

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 June 30, 2009

A. DURATION				C. CHANNELS		
(a) One to six months (1 to 5 issues)	709	0.1		(a) Ordered by subscriber action via direct mail, direct mail agents, inserts, online, renewals, catalogs, or other outlets available to the subscribers	708,729	86.2
(b) Seven to eleven months (6 to 10 issues)	8,012	1.0		(b) Ordered by subscribers in response to unsolicited telemarketing and door to door selling	4,164	0.5
(c) Twelve months (11 to 12 issues)	590,705	71.7		(c) Ordered by subscribers in response to fund-raising programs of schools, churches, and other similar organizations	109,824	13.3
(d) Thirteen to twenty-four months	216,899	26.4		(d) Subscriptions as part of membership in an organization	None	
(e) Twenty-five months and more	6,392	0.8		Total Subscriptions Sold in Period	822,717	100.0
Total Subscriptions Sold in Period	822,717	100.0				
B. USE OF PREMIUMS						
(a) Ordered without premium	821,898	99.9				
(b) Ordered with material reprinted from this publication	None					
(c) Ordered with other premiums, See Par. 9	819	0.1				
Total Subscriptions Sold in Period	822,717	100.0				

9. EXPLANATORY

(a) Suggested Retail Prices: Average Single Copy: Canada, \$6.50. Subscriptions: No additional prices.

(b) Average non-analyzed non-paid circulation for the 6 month period: 87,057 copies per issue.

(c) Post expiration copies: None.

(d) Single Copy Sales for issues denoted in Par. 3 of this statement were impacted by the Anderson News closure.

(e) 18,998 subscriptions were sold in combination during this statement period.

Combination Publication	Subscriptions Sold	Subscription Term	Price of Combination	Suggested Retail Prices
Health	10,036	10-13 issues	\$12.00-\$40.00	\$16.50-\$21.45
Various Newspapers	8,941	Various	Various	Various
Various Magazines	21	Various	Various	Various

(f) Use of Premiums: Several test offers were made, none of which produced more than one percent of Total Subscriptions Sold in Period. All of these offers taken together produced less than one percent of Total Subscriptions Sold in Period.

10. VARIANCE

Latest released Audit Report for 12 months ended June 30, 2008; 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)	Rate Base (Analyzed Non-Paid)	Audit Report (Analyzed Non-Paid)	Publisher's Statements (Analyzed Non-Paid)	Difference (Analyzed Non-Paid)	Percentage of Difference (Analyzed Non-Paid)
06-30-08	(a)	1,823,801	1,823,657	144	0.0					
06-30-07	1,700,000	1,727,256	1,727,256							
06-30-06	1,700,000	1,728,677	1,730,501	-1,824	-0.1					
06-30-05	(b)	1,702,713	1,710,405	-7,692	-0.5	None Claimed	7,478		7,478	
06-30-04	(c)	1,636,517	1,636,097	420	0.0					
Audit Period Ended	Rate Base (Combined)	Audit Report (Combined)	Publisher's Statements (Combined)	Difference (Combined)	Percentage of Difference (Combined)					
06-30-05	None Claimed	1,710,191	1,710,405	-214	-0.0					

^Effective with the June, 2006 Publisher's Statements, publications were given the option of reporting verified circulation.

(a) Effective 01/01/08 changed from 1,700,000 to 1,750,000

(b) Effective 01/01/05 changed from 1,650,000 to 1,700,000

(c) Effective 01/01/04 changed from 1,600,000 to 1,650,000

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 Audit Bureau of Circulations' Bylaws and Rules.

Parent Company: Time Inc.

COOKING LIGHT, published by Southern Progress Corporation, a Division of Time Inc. • 2100 Lakeshore Drive • Birmingham, AL 35209

CARRIE GOLDIN

Vice President, Consumer Marketing

P: 212.522.4301 • F: 212.522.4313 • URL: www.cookinglight.com

STEPHEN BOHLINGER

Vice President/Publisher

Date Signed: August 10, 2009

Established: 1987

ABC Member since: 1988

04-0219-6	Analyzed Issue Date	05/01/09
	Analyzed Issue Text (for double month issue date)	
	Average Single Copy Price	4.99
	Association Subscription Price	
	U.S. Subscription Price	22.00
	Canadian Subscription Price	
	International Subscription Price	