



Audit Bureau
of Circulations

People

For the six months ended December 31, 2008

Field Served: Personality Journalism.

Published by Time Inc.

Frequency: 53 times/year

ABC Member # 04-0847-0

PAID & VERIFIED MAGAZINE PUBLISHER'S STATEMENT

Subject to Audit

People

Paid & Verified Magazine
Publisher's Statement

For six months ended December 31, 2008

TOTAL AVERAGE PAID & VERIFIED CIRCULATION

	Average for the Statement Period	%	Rate Base	Above (Below)	% Above (Below)
Paid & Verified Circulation: (See Par. 6)					
Subscriptions:					
Paid	2,127,384	57.6			
Verified	92,286	2.5			
Total Paid & Verified Subscriptions	2,219,670	60.1			
Single Copy Sales	1,472,149	39.9			
Total Paid & Verified Circulation	3,691,819	100.0	3,450,000	241,819	7.0
Rate Base including feature issues:			3,494,231	197,588	5.7

2. PRICES

	Suggested Retail Prices (1)	Average Price (2)	
		Net	Gross (Optional)
Average Single Copy Subscription	\$4.09		
Average Subscription Price Annualized (53 issue frequency)	\$116.07		
Average Subscription Price per Copy		\$103.96	\$1.96

(1) For the Statement period

(2) Represents subscriptions for the 12 months ended June 30, 2008.

3. PAID & VERIFIED CIRCULATION BY ISSUE

Issue	Paid Subscriptions	Verified Subscriptions	Total Paid & Verified Subscriptions	Single Copy Sales	Total Paid & Verified Circulation	Issue	Paid Subscriptions	Verified Subscriptions	Total Paid & Verified Subscriptions	Single Copy Sales	Total Paid & Verified Circulation		
July	7	2,099,118	94,474	2,193,592	1,552,352	3,745,944	Oct.	6	2,064,314	91,275	2,155,589	1,115,000	3,270,589
	14	2,112,873	89,729	2,202,602	1,371,053	3,573,655		13	2,083,741	91,759	2,175,500	1,751,000	3,926,500
	21	2,126,100	89,168	2,215,268	1,406,574	3,621,842		20	2,114,950	91,819	2,206,769	1,232,000	3,438,769
	28	2,134,324	89,068	2,223,392	1,549,630	3,773,022		27	2,132,437	92,073	2,224,510	1,359,000	3,583,510
Aug.	4	2,084,413	99,508	2,183,921	1,432,172	3,616,093	Nov.	3	2,094,658	97,527	2,192,185	1,050,000	3,242,185
	11	2,114,178	99,395	2,213,573	1,638,371	3,851,944		10	2,129,381	97,469	2,226,850	1,306,000	3,532,850
	18	2,134,703	82,994	2,217,697	2,760,846	4,978,543		17	2,160,225	93,873	2,254,098	2,003,960	4,258,058
	25	2,149,480	91,171	2,240,651	1,518,126	3,758,777		24	2,196,044	93,723	2,289,767	1,259,960	3,549,727
Sept.	1	2,089,651	91,032	2,180,683	1,573,980	3,754,663	Dec.	##1	2,174,000	93,546	2,267,546	1,355,960	3,623,506
	8	2,103,779	90,693	2,194,472	1,366,222	3,560,694		8	2,156,053	93,302	2,249,355	1,024,960	3,274,315
	15	2,117,126	90,329	2,207,455	1,845,434	4,052,889		15	2,126,657	91,030	2,217,687	1,128,960	3,346,647
	22	2,125,913	91,770	2,217,683	1,187,312	3,404,995		22	2,160,191	91,008	2,251,199	1,210,000	3,461,199
	#29	2,141,836	91,455	2,233,291	1,148,000	3,381,291		##29	2,185,839	90,246	2,276,085	2,129,000	4,405,085
							Sexy Forever*		2,064,130	91,615	2,155,745		2,155,745

Best & Worst Dressed Issue - Rate Base 3,600,000

Sexiest Man Alive - Rate Base 3,700,000

Year End Double Issue - Rate Base 4,200,000

*Special issue - Sexy Forever (Rate Base 2,150,000). Circulation not included in averages shown in Par. 1.

4. AVERAGE CIRCULATION BY REGIONAL, METRO & DEMOGRAPHIC EDITIONS

Edition	Number of Issues	Paid Subscriptions	Verified Subscriptions	Total Paid & Verified Subscriptions	Single Copy Sales	Total Paid & Verified Circulation	Rate Base
METRO EDITIONS							
Atlanta	2	51,197	763	51,960	56,353	108,313	85,000
Birmingham	2	25,853	94	25,947	14,290	40,237	16,000
Boston	4	74,598	1,229	75,827	48,463	124,290	120,000
Chicago	5	83,252	1,854	85,106	56,267	141,373	135,000
Cincinnati	1	24,444	140	24,584	25,708	50,292	44,000
Cleveland	1	28,702	509	29,211	12,404	41,615	40,000
Columbus	1	17,060	116	17,176	4,732	21,908	22,000
Dallas/Ft. Worth	2	47,566	895	48,461	44,200	92,661	80,000
Denver	2	33,628	557	34,185	20,088	54,273	52,000
Detroit	2	72,605	1,033	73,638	44,736	118,374	80,000
Grand Rapids	2	20,288	106	20,394	5,643	26,037	20,000
Greenville/Spartanburg	1	6,390	11	6,401	114	6,515	16,000
Hartford/New Haven	7	37,987	409	38,396	16,412	54,808	44,000
Los Angeles	4	139,677	2,943	142,620	90,398	233,018	220,000
Memphis	1	8,346	88	8,434	5,465	13,899	15,000
Miami	1	19,342	454	19,796	19,780	39,576	38,000
Milwaukee	1	20,328	130	20,458	6,180	26,638	26,000
Minneapolis/St. Paul	3	40,370	738	41,108	29,831	70,939	80,000
New York	7	180,710	4,269	184,979	110,400	295,379	290,000
Philadelphia	4	83,227	1,346	84,573	65,117	149,690	135,000
Phoenix	2	42,973	481	43,454	28,663	72,117	57,000
Pittsburgh	2	18,952	262	19,214	12,881	32,095	31,000
Portland, OR	3	28,475	417	28,892	13,109	42,001	50,000
San Antonio	4	10,922	125	11,047	16,312	27,359	26,000
San Francisco	2	98,148	2,212	100,360	64,395	164,755	110,000
Seattle/Tacoma	2	33,217	880	34,097	36,794	70,891	65,000
St. Louis	3	22,486	409	22,895	26,883	49,778	41,000
Top 10 Markets	6	906,383	17,632	924,015	545,073	1,469,088	1,375,000
Top 20 Markets	2	1,264,910	18,645	1,283,555	690,352	1,973,907	1,915,000
STATE EDITIONS							
Alabama	3	26,129	94	26,223	12,801	39,024	36,000
Alaska	3	4,217	1	4,218	3,438	7,656	8,000
Arizona	3	42,635	481	43,116	24,928	68,044	68,000
Arkansas	4	13,576	25	13,601	8,608	22,209	20,000
California	6	259,245	5,199	264,444	146,264	410,708	420,000
Colorado	3	35,913	555	36,468	23,342	59,810	62,000

4. AVERAGE CIRCULATION BY REGIONAL, METRO & DEMOGRAPHIC EDITIONS (Continued)

Edition	Number of Issues	Paid Subscriptions	Verified Subscriptions	Total Paid & Verified Subscriptions	Single Copy Sales	Total Paid & Verified Circulation	Rate Base
Florida	7	114,762	1,655	116,417	80,739	197,156	210,000
Georgia	3	51,927	758	52,685	51,062	103,747	100,000
Hawaii	1	7,892	7	7,899	7,639	15,538	15,000
Idaho	3	8,168	28	8,196	5,372	13,568	12,000
Illinois	3	107,006	1,662	108,668	62,354	171,022	170,000
Indiana	2	43,206	65,531	108,737	16,202	124,939	56,000
Iowa	4	24,440	62	24,502	13,635	38,137	37,000
Kansas	1	19,775	114	19,889	22,548	42,437	35,000
Kentucky	4	25,108	92	25,200	19	25,219	30,000
Louisiana	5	23,865	71	23,936	9,237	33,173	30,000
Maine	2	8,870	28	8,898	7,038	15,936	15,000
Michigan	3	72,343	1,007	73,350	45,837	119,187	110,000
Minnesota	4	47,487	724	48,211	28,113	76,324	90,000
Mississippi	5	12,251	25	12,276	4,815	17,091	14,000
Missouri	5	37,034	419	37,453	28,615	66,068	60,000
Montana	2	7,167	5	7,172	3,801	10,973	11,000
Massachusetts	2	80,318	1,224	81,542	26,166	107,708	126,000
Nebraska	4	13,487	53	13,540	1,549	15,089	15,000
Nevada	3	18,125	116	18,241	16,240	34,481	34,000
New Mexico	5	9,926	66	9,992	6,242	16,234	17,000
North Carolina	5	36,754	202	36,956	41,952	78,908	82,000
North Dakota	2	5,355	9	5,364	4,702	10,066	9,000
New York	2	210,703	4,074	214,777	99,454	314,231	357,000
Ohio	3	82,818	773	83,591	38,842	122,433	120,000
Oklahoma	4	21,938	99	22,037	10,031	32,068	42,000
Oregon	4	25,313	316	25,629	12,830	38,459	42,000
Pennsylvania	2	117,041	1,659	118,700	71,451	190,151	183,000
South Carolina	6	23,227	81	23,308	1,528	24,836	33,000
South Dakota	4	4,997	10	5,007	4,029	9,036	9,000
Tennessee	5	35,475	187	35,662	29,128	64,790	62,000
Texas	6	127,423	2,009	129,432	85,260	214,692	205,000
Utah	3	11,782	176	11,958	10,012	21,970	21,000
Virginia	1	77,412	1,151	78,563	44,394	122,957	160,000
Washington	4	45,101	919	46,020	42,456	88,476	82,000
West Virginia	2	7,892	13	7,905	6,314	14,219	12,000
Wisconsin	2	49,346	191	49,537	20,138	69,675	100,000
Wyoming	3	4,083	7	4,090		4,090	4,000
Canada	20	47,974		47,974	124,464	172,438	170,000
NATIONAL EDITION							
Split People	26	1,063,692	46,143	1,109,835	736,074	1,845,909	1,725,000

5. TREND ANALYSIS

	2004	%	2005	%	2006	%	2007	%	2008	%
Subscriptions:										
Paid	2,212,064	59.9	2,226,762	59.6	2,225,211	58.8	2,207,870	60.0	2,155,265	57.5
Verified	N/A		N/A		18,526	0.5	35,419	1.0	99,243	2.7
Total Paid & Verified Subscriptions	2,212,064	59.9	2,226,762	59.6	2,243,737	59.3	2,243,289	61.0	2,254,508	60.2
Single Copy Sales	1,478,323	40.1	1,507,774	40.4	1,542,623	40.7	1,433,210	39.0	1,491,918	39.8
Total Paid & Verified Circulation	3,690,387	100.0	3,734,536	100.0	3,786,360	100.0	3,676,499	100.0	3,746,426	100.0
Year Over Year Percent of Change		2.1		1.2		1.4		-2.9		1.9
Avg. Annualized Subscription Price	\$98.64		\$99.82		\$101.30		\$100.78		\$103.96	

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*	2,109,002	57.1
Combination Subscriptions*	18,382	0.5
TOTAL PAID SUBSCRIPTIONS	2,127,384	57.6
VERIFIED SUBSCRIPTIONS		
Public Place (See Par. 6A)	92,286	2.5
TOTAL VERIFIED SUBSCRIPTIONS	92,286	2.5
TOTAL PAID & VERIFIED SUBSCRIPTIONS	2,219,670	60.1
SINGLE COPY SALES		
Single Issue Sales	1,471,709	39.9
Combination Sales	440	0.0
TOTAL SINGLE COPY SALES	1,472,149	39.9
TOTAL PAID & VERIFIED CIRCULATION	3,691,819	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	Personal Care Salons	Other	Total Public Place Copies
Public Place	64,178	28,108		92,286

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 July 7, 2008 issue

Total paid & verified circulation of this issue was 1.5% greater than the total average paid & verified circulation.

Subscription and single copy sales figures are based on the percentage for each State/Province determined by analysis of the January 21, 2008 issue and these percentages are projected against the total for the July 7, 2008 issue.

STATE	PAID SUBSCRIPTIONS	VERIFIED SUBSCRIPTIONS	TOTAL PAID & VERIFIED SUBSCRIPTIONS	SINGLE COPY SALES	TOTAL PAID & VERIFIED CIRCULATION
Alabama	24,173	1,036	25,209	17,613	42,822
Arizona	40,893	1,569	42,462	32,206	74,668
Arkansas	13,646	616	14,262	9,589	23,851
California	270,314	13,526	283,840	171,883	455,723
Colorado	36,170	1,675	37,845	27,200	65,045
Connecticut	38,746	2,237	40,983	17,171	58,154
Delaware	7,245	256	7,501	4,714	12,215
District of Columbia	3,183	271	3,454	3,515	6,969
Florida	115,440	6,555	121,995	99,398	221,393
Georgia	53,189	2,708	55,897	49,703	105,600
Idaho	7,945	250	8,195	7,126	15,321
Illinois	106,460	3,945	110,405	60,388	170,793
Indiana	42,419	2,075	44,494	26,926	71,420
Iowa	24,137	372	24,509	12,750	37,259
Kansas	20,212	583	20,795	11,732	32,527
Kentucky	22,226	741	22,967	16,015	38,982
Louisiana	22,960	1,071	24,031	15,591	39,622
Maine	9,380	123	9,503	7,331	16,834
Maryland	44,435	1,921	46,356	24,714	71,070
Massachusetts	61,206	3,872	65,078	39,521	104,599
Michigan	72,746	2,729	75,475	45,935	121,410
Minnesota	46,915	1,607	48,522	32,342	80,864
Mississippi	11,166	501	11,667	8,534	20,201
Missouri	38,387	1,581	39,968	27,572	67,540
Montana	7,084	158	7,242	5,703	12,945
Nebraska	13,420	266	13,686	7,599	21,285
Nevada	17,298	598	17,896	18,776	36,672
New Hampshire	11,067	417	11,484	8,398	19,882
New Jersey	78,503	4,815	83,318	44,818	128,136
New Mexico	9,838	268	10,106	7,771	17,877
New York	123,976	8,777	132,753	77,713	210,466
North Carolina	47,480	1,801	49,281	38,741	88,022
North Dakota	5,160	90	5,250	4,065	9,315
Ohio	83,699	2,798	86,497	52,610	139,107
Oklahoma	21,374	833	22,207	13,816	36,023
Oregon	25,605	1,112	26,717	21,036	47,753
Pennsylvania	90,178	3,244	93,422	51,657	145,079
Rhode Island	7,670	548	8,218	4,538	12,756
South Carolina	23,330	840	24,170	18,832	43,002
South Dakota	4,996	105	5,101	3,740	8,841
Tennessee	31,228	1,497	32,725	27,953	60,678
Texas	122,757	6,544	129,301	91,584	220,885
Utah	11,452	599	12,051	11,546	23,597

STATE	PAID SUBSCRIPTIONS	VERIFIED SUBSCRIPTIONS	TOTAL PAID & VERIFIED SUBSCRIPTIONS	SINGLE COPY SALES	TOTAL PAID & VERIFIED CIRCULATION
Vermont	4,882	109	4,991	3,173	8,164
Virginia	56,216	1,692	57,908	34,654	92,562
Washington	46,497	2,426	48,923	42,109	91,032
West Virginia	7,834	338	8,172	5,791	13,963
Wisconsin	48,984	1,027	50,011	25,988	75,999
Wyoming	3,812	88	3,900	3,083	6,983
TOTAL 48 CONTERMINOUS STATES	2,037,933	92,810	2,130,743	1,395,163	3,525,906
Alaska	4,258	143	4,401	5,296	9,697
Hawaii	7,941	189	8,130	7,739	15,869
TOTAL ALASKA & HAWAII	12,199	332	12,531	13,035	25,566
U.S. Unclassified					
TOTAL UNITED STATES	2,050,132	93,142	2,143,274	1,408,198	3,551,472
Poss. & Other Areas	1,184	58	1,242	519	1,761
U.S. & POSS., etc.	2,051,316	93,200	2,144,516	1,408,717	3,553,233
CANADA					
Alberta	7,533	151	7,684	23,388	31,072
British Columbia	5,537	208	5,745	21,926	27,671
Manitoba	1,730	15	1,745	4,597	6,342
New Brunswick	690	11	701	2,367	3,068
Newfoundland/Labrador	241		241	1,307	1,548
Northwest Territories	71		71	373	444
Nova Scotia	932	10	942	3,799	4,741
Nunavut	24		24	51	75
Ontario	24,077	845	24,922	57,001	81,923
Prince Edward Island	184	2	186	419	605
Quebec	2,013		2,013	7,399	9,412
Saskatchewan	2,015	30	2,045	4,147	6,192
Yukon Territory	56	2	58	293	351
Canadian Unclassified					
TOTAL CANADA	45,103	1,274	46,377	127,067	173,444
International	633		633	16,568	17,201
Other Unclassified					
Military or Civilian Personnel Overseas	2,066		2,066		2,066
GRAND TOTAL	2,099,118	94,474	2,193,592	1,552,352	3,745,944

ANALYSIS BY ABCD COUNTY SIZE for the July 7, 2008 issue

U.S.

Data for conterminous 48 states.

County Size	% of U.S. Households	Total Paid & Verified Circulation	% of Total Circulation	Index (% of Circulation/ % of Households)
A	40	1,619,405	45.9	115
B	30	1,103,540	31.3	104
C	15	475,122	13.5	90
D	15	327,839	9.3	62

County Size Group Definitions by the A.C. Nielsen Company

CANADA

County Size	% of Canadian Population	Total Paid & Verified Circulation	% of Total Circulation	Index (% of Circulation/ % of Population)
A	48	92,879	53.6	112
B	28	47,190	27.2	97
C	14	21,535	12.4	89
D	10	11,840	6.8	68

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, 2008

A. DURATION			C. CHANNELS		
		%			%
(a) One to six months (1 to 26 issues).....	834,614	45.6	(a) Ordered by subscriber action via direct mail, direct mail agents, inserts, online, renewals, catalogs, or other outlets available to the subscribers.....	1,627,085	89.1
(b) Seven to eleven months (27 to 48 issues)	114,573	6.3	(b) Ordered by subscribers in response to unsolicited telemarketing and door to door selling.....	11,273	0.6
(c) Twelve months (49 to 53 issues).....	553,490	30.3	(c) Ordered by subscribers in response to fund-raising programs of schools, churches, and other similar organizations.....	188,349	10.3
(d) Thirteen to twenty-four months.....	245,727	13.5	(d) Subscriptions as part of membership in an organization	None	
(e) Twenty-five months and more	78,303	4.3	Total Subscriptions Sold in Period	1,826,707	100.0
Total Subscriptions Sold in Period	1,826,707	100.0			
B. USE OF PREMIUMS					
(a) Ordered without premium	1,722,138	94.2			
(b) Ordered with material reprinted from this publication, See Par. 9	8,263	0.5			
(c) Ordered with other premiums, See Par. 9	96,306	5.3			
Total Subscriptions Sold in Period	1,826,707	100.0			

9. EXPLANATORY

(a) Suggested Retail Prices: Average Single Copy: U.S., \$3.99 on 21 issues and \$4.49 on 5 issues (08/18/08, 09/15/08, 09/29/08, 12/01/08 and 12/29/08). Canada, \$4.79 on 21 issues and \$5.99 on 5 issues (08/18/08, 09/15/08, 09/29/08, 12/01/08 and 12/29/08). Subscriptions: Canada, 1 yr. \$155.48.

(b) Average non-analyzed non-paid circulation for the 6 month period: 197,245 copies per issue.

(c) Post expiration copies: Average number of copies served on subscriptions not more than three months after expiration was 936 or 0.0% of average paid subscription circulation.

(d) This publication publishes double issues during the year. Each double issue represents two copies of service during the subscription period. This publication published one double issue during the average price calculation period. The average price and the annualized price are based on 53 issues.

(e) 14,951 subscriptions were sold in combination during this statement period.

Combination Publication	Subscriptions Sold	Subscription Term	Price of Combination	Suggested Retail Price
People StyleWatch	8,768	7-10 issues	\$30.00-\$126.07	\$27.93-\$39.90
Entertainment Weekly	4,260	20-57 issues	\$39.96-\$63.00	\$21.42-\$61.04
People En Espanol	1,910	11 issues	\$39.96	\$19.97
Various Magazines	13	Various	Various	Various

(f) Combination Single Copy Sales: The average of 440 copies per issue, shown in Par. 6 and included in Par. 1, represents copies of the 08/25/08 - 12/29/08 issues of this publication and the September, 2008, October, 2008 and November, 2008 issues of PEOPLE STYLEWATCH sold at a combination single copy price of \$4.98 to \$6.98.

(g) Use of Premiums: A retailer gift card, with a value of \$5.00, or a bag, with no advertised or stated value, was offered with some subscriptions.

Several test offers were made, none of which produced more than one-half of one percent of Total Subscriptions Sold in Period. All of these offers taken together produced 0.8% of Total Subscriptions Sold in Period.

10. VARIANCE

Latest released Audit Report for 12 months ended June 30, 2007; 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)
06-30-07	3,467,647	3,770,809	3,744,839	25,970	0.7
06-30-06	3,422,549	3,858,895	3,756,087	102,808	2.7
06-30-05	3,395,098	3,768,228	3,714,580	53,648	1.4
06-30-04	3,401,961	3,680,791	3,665,455	15,336	0.4
06-30-03	3,394,231	3,618,751	3,630,966	-12,215	-0.3

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

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.

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