



Audit Bureau
of Circulations

WeightWatchers

For the six months ended June 30, 2011

Field Served: Women and men who want to learn the smart way to lose weight, take control of their health, and feel great about their bodies. WEIGHT WATCHERS magazine supplies the tools to reach those goals - solid advice, tips, recipes and motivational stories.

Published by W/W TwentyFirst Corporation

Frequency: 6 times/year

ABC Member # 04-1349-0

Weight Watchers

PAID & VERIFIED MAGAZINE PUBLISHER'S STATEMENT

Subject to Audit

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	868,887	64.9			
Verified	20,000	1.5			
Total Paid & Verified Subscriptions	888,887	66.4			
Single Copy Sales	449,805	33.6			
Total Paid & Verified Circulation	1,338,692	100.0	1,250,000	88,692	7.1

2. PRICES

	Suggested Retail Prices (1)	Average Price (2) Net	Gross (Optional)
Average Single Copy	\$3.99		
Subscription	\$16.00		
Average Subscription Price Annualized (6 issue frequency)		\$12.06	
Average Subscription Price per Copy		\$2.01	

(1) For the Statement period

(2) Represents subscriptions for the 12 months ended December 31, 2010.

3. PAID & VERIFIED CIRCULATION BY ISSUE

Issue	Paid Subscriptions	Verified Subscriptions	Total Paid & Verified Subscriptions	Single Copy Sales	Total Paid & Verified Circulation
Jan./Feb.	846,612	20,000	866,612	510,542	1,377,154
Mar./Apr.	865,518	20,000	885,518	446,307	1,331,825
May/June	894,530	20,000	914,530	392,567	1,307,097

4. AVERAGE CIRCULATION BY REGIONAL, METRO & DEMOGRAPHIC EDITIONS

None

Paid & Verified Magazine
Publisher's Statement

For six months ended June 30, 2011

5. TREND ANALYSIS

	2006	%	2007	%	2008	%	2009	%	2010	%
Subscriptions:										
Paid	883,676	68.4	886,896	67.6	883,547	68.4	895,123	69.4	882,708	67.8
Verified	N/A		N/A		N/A		12,500	1.0	30,000	2.3
Total Paid & Verified Subscriptions	883,676	68.4	886,896	67.6	883,547	68.4	907,623	70.4	912,708	70.1
Single Copy Sales	408,220	31.6	425,284	32.4	408,799	31.6	381,867	29.6	389,295	29.9
Total Paid & Verified Circulation	1,291,896	100.0	1,312,180	100.0	1,292,346	100.0	1,289,490	100.0	1,302,003	100.0
Year Over Year Percent of Change		2.9		1.6		-1.5		-0.2		1.0
Avg. Annualized Subscription Price	\$12.60		\$13.62		\$13.02		\$13.16		\$12.24	

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*	826,698	61.8
Combination Subscriptions*	14	0.0
Partnership:		
Deductible*	25,335	1.8
Sponsored Sales	16,840	1.3
TOTAL PAID SUBSCRIPTIONS	868,887	64.9
VERIFIED SUBSCRIPTIONS		
Public Place (See Par. 6A)	20,000	1.5
TOTAL VERIFIED SUBSCRIPTIONS	20,000	1.5
TOTAL PAID & VERIFIED SUBSCRIPTIONS	888,887	66.4
SINGLE COPY SALES		
Single Issue Sales	449,805	33.6
TOTAL SINGLE COPY SALES	449,805	33.6
TOTAL PAID & VERIFIED CIRCULATION	1,338,692	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			Other	Total Public Place Copies
	Providers	Personal Care Salons			
Public Place	11,666	8,334			20,000

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 January/February 2011 issue

Total paid & verified circulation of this issue was 2.9% greater than the total average paid & verified circulation.

STATE	PAID SUBSCRIPTIONS	VERIFIED SUBSCRIPTIONS	TOTAL PAID & VERIFIED SUBSCRIPTIONS	SINGLE COPY SALES	TOTAL PAID & VERIFIED CIRCULATION
Alabama	12,235	74	12,309	8,618	20,927
Arizona	12,755	383	13,138	8,193	21,331
Arkansas	6,972	23	6,995	4,424	11,419
California	66,123	3,159	69,282	36,934	106,216
Colorado	12,123	413	12,536	6,378	18,914
Connecticut	11,871	306	12,177	6,481	18,658
Delaware	2,763	68	2,831	1,753	4,584
District of Columbia	809	71	880	714	1,594
Florida	43,204	1,359	44,563	26,309	70,872
Georgia	21,767	502	22,269	14,937	37,206
Idaho	3,925	19	3,944	2,080	6,024
Illinois	38,247	1,086	39,333	18,374	57,707
Indiana	20,006	208	20,214	9,871	30,085
Iowa	13,890	23	13,913	5,791	19,704
Kansas	9,355	56	9,411	4,891	14,302
Kentucky	12,020	96	12,116	6,022	18,138
Louisiana	11,820	45	11,865	5,703	17,568
Maine	5,174	15	5,189	2,915	8,104
Maryland	15,677	740	16,417	8,530	24,947
Massachusetts	23,498	799	24,297	13,376	37,673
Michigan	33,256	661	33,917	14,028	47,945
Minnesota	20,091	387	20,478	8,525	29,003
Mississippi	6,545	20	6,565	3,556	10,121
Missouri	18,571	280	18,851	10,357	29,208
Montana	3,426	10	3,436	1,798	5,234
Nebraska	6,968	26	6,994	3,155	10,149
Nevada	5,491	51	5,542	3,101	8,643
New Hampshire	5,572	153	5,725	3,725	9,450
New Jersey	24,637	1,855	26,492	13,040	39,532
New Mexico	4,016	31	4,047	1,841	5,888
New York	49,423	1,962	51,385	22,438	73,823
North Carolina	24,970	380	25,350	17,563	42,913
North Dakota	3,603	6	3,609	1,252	4,861
Ohio	41,113	534	41,647	17,932	59,579
Oklahoma	11,293	76	11,369	6,533	17,902
Oregon	12,004	184	12,188	5,539	17,727
Pennsylvania	40,770	992	41,762	19,221	60,983
Rhode Island	3,657	18	3,675	1,510	5,185
South Carolina	11,436	82	11,518	7,427	18,945
South Dakota	4,010	7	4,017	1,521	5,538
Tennessee	16,159	154	16,313	9,440	25,753
Texas	47,451	1,491	48,942	29,237	78,179

STATE	PAID SUBSCRIPTIONS	VERIFIED SUBSCRIPTIONS	TOTAL PAID & VERIFIED SUBSCRIPTIONS	SINGLE COPY SALES	TOTAL PAID & VERIFIED CIRCULATION
Utah	6,634	75	6,709	2,804	9,513
Vermont	2,569	12	2,581	1,265	3,846
Virginia	23,953	458	24,411	13,639	38,050
Washington	19,579	486	20,065	11,811	31,876
West Virginia	6,377	32	6,409	2,533	8,942
Wisconsin	24,088	124	24,212	9,343	33,555
Wyoming	1,909	8	1,917	779	2,696
TOTAL 48 CONTERMINOUS STATES	823,805	20,000	843,805	437,207	1,281,012
Alaska	1,981		1,981	1,075	3,056
Hawaii	1,810		1,810	1,214	3,024
TOTAL ALASKA & HAWAII	3,791		3,791	2,289	6,080
U.S. Unclassified					
TOTAL UNITED STATES Poss. & Other Areas	827,596	20,000	847,596	439,496	1,287,092
U.S. & POSS., etc.	827,925	20,000	847,925	439,869	1,287,794
CANADA					
Alberta	3,672		3,672	12,728	16,400
British Columbia	2,129		2,129	11,822	13,951
Manitoba	964		964	2,817	3,781
New Brunswick	552		552	2,046	2,598
Newfoundland/Labrador	141		141	1,428	1,569
Northwest Territories	19		19	126	145
Nova Scotia	563		563	2,929	3,492
Nunavut	4		4	18	22
Ontario	7,733		7,733	30,659	38,392
Prince Edward Island	136		136	376	512
Quebec	484		484	2,552	3,036
Saskatchewan	1,871		1,871	3,017	4,888
Yukon Territory	18		18	154	172
Canadian Unclassified					
TOTAL CANADA	18,286		18,286	70,672	88,958
International	20		20		20
Other Unclassified					
Military or Civilian Personnel Overseas	381		381	1	382
GRAND TOTAL	846,612	20,000	866,612	510,542	1,377,154

ANALYSIS BY ABCD COUNTY SIZE for the January/February 2011 issue

U.S.

CANADA

Data for conterminous 48 states.

County Size	% of U.S. Households	Total Paid & Verified Circulation	% of Total Circulation	Index (% of Circulation/ % of Households)	County Size	% of Canadian Population	Total Paid & Verified Circulation	% of Total Circulation	Index (% of Circulation/ % of Population)
A	40	472,875	36.9	93	A	48	38,563	43.3	90
B	30	413,898	32.3	108	B	28	28,267	31.8	114
C	15	213,399	16.7	112	C	14	14,733	16.6	119
D	15	180,840	14.1	94	D	10	7,395	8.3	83

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

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, 2011

A. DURATION			C. CHANNELS		
		%			%
(a) One to six months (1 to 3 issues)	58,561	8.8	(a) Ordered by subscriber action via direct mail, direct mail agents, inserts, online, renewals, catalogs, or other outlets available to the subscribers	577,590	87.0
(b) Seven to eleven months (4 to 5 issues)	8,316	1.3	(b) Ordered by subscribers in response to unsolicited telemarketing and door to door selling	51,042	7.7
(c) Twelve months (6 issues)	451,041	68.0	(c) Ordered by subscribers in response to fund-raising programs of schools, churches, and other similar organizations	34,848	5.3
(d) Thirteen to twenty-four months	102,431	15.4	(d) Subscriptions as part of membership in an organization	None	
(e) Twenty-five months and more	43,131	6.5	Total Subscriptions Sold in Period	663,480	100.0
Total Subscriptions Sold in Period	663,480	100.0			
B. USE OF PREMIUMS					
(a) Ordered without premium	663,480	100.0			
(b) Ordered with material reprinted from this publication	None				
(c) Ordered with other premiums	None				
Total Subscriptions Sold in Period	663,480	100.0			

9. EXPLANATORY

- (a) Suggested Retail Prices: Average Single Copy: Canada, \$5.99. Subscriptions: U.S., 2 yrs. \$23.95. Canada, 1 yr. \$23.95.
- (b) Average non-analyzed non-paid circulation for the 6 month period: 60,172 copies per issue.
- (c) Post expiration copies: None.
- (d) Combination Subscriptions: The average of 14 copies per issue, shown in Par. 6 and included in Par. 1, represents copies served from combination subscription programs during this statement period:
- (e) Partnership Subscription Sales (Deductible): The average of 25,335 copies per issue, shown in Par. 6 and included in Par. 1, represents copies sold in a partnership relationship wherein this publication was bundled with the purchase of a product or service. Purchasers were advised that \$6.00 of the sales price was allocated for a 6 month subscription or \$11.95 of the sales price was allocated for a 1 year subscription to this publication.
- (f) Sponsored Subscription Sales: The average of 16,840 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.

Combination Publication	Subscriptions Served	Subscription Term	Price of Combination	Suggested Retail Prices
Ladies Home Journal	14	6 issues	\$20.00	\$37.95

10. VARIANCE

Latest released Audit Report for 12 months ended June 30, 2009; 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)
06/30/09	1,250,000	1,289,169	1,284,171	4,998	0.4
06/30/08	1,250,000	1,320,012	1,307,389	12,623	1.0
06/30/07	(a)	1,291,187	1,289,457	1,730	0.1
06/30/06	(b)	1,324,169	1,293,507	30,662	2.4
06/30/05	(c)	1,223,408	1,192,535	30,873	2.6

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

- (a) Effective 01/01/07 changed from 1,200,000 to 1,250,000 (c) Effective 01/01/05 changed from 1,050,000 to 1,100,000
 (b) Effective 01/01/06 changed from 1,100,000 to 1,200,000

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: W/W TwentyFirst Corporation

WEIGHT WATCHERS, published by W/W TwentyFirst Corporation • 11 Madison Avenue, 17th Floor • New York, NY 10010

JIM MOTRINEC

ANDREW AMILL

Date Signed: July 29, 2011

Senior Consumer Marketing Director

Publisher

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Established: 2000

ABC Member since: 2001

04-1349-0	Analyzed Issue Date	01-02/01/11
	Analyzed Issue Text (for double month issue date)	
	Average Single Copy Price	3.99
	Association Subscription Price	
	U.S. Subscription Price	16.00
	Canadian Subscription Price	23.95
	International Subscription Price	