



Audit Bureau
of Circulations

**Audit Report
Magazine**

PAID & VERIFIED CIRCULATION

US WEEKLY

New York, New York 10104

FIELD SERVED: Picture/News Magazine of Entertainment and Contemporary Culture.

AVERAGE CIRCULATION FOR 12 MONTHS ENDED DECEMBER 31, 2007:

1. TOTAL AVERAGE PAID & VERIFIED CIRCULATION

	Audited Circulation	Publisher's Statement Claim	Difference	% of Difference
Paid & Verified Circulation: (See Par. 6)				
Subscriptions:				
Paid	811,688	825,237	-13,549	-1.6
Verified	91,057	91,057		
Total Paid & Verified Subscriptions	902,745	916,294	-13,549	-1.5
Single Copy Sales	983,227	988,736	-5,509	-0.6
Total Paid & Verified Circulation	1,885,972	1,905,030	-19,058	-1.0
Paid & Verified Rate Base:	1,850,000			
# Above/Below Rate Base (+/-)	35,972			
% Above/Below Rate Base (+/-)	1.9			

2. PRICES

	Suggested Retail Prices (1)	Average Price (2)	
		Net	Gross (Optional)
Average Single Copy	\$3.59		
Subscription	\$99.00		
Average Subscription Price Annualized (52 issue frequency)		\$65.78	
Average Subscription Price per Copy		\$1.26	

(1) For the Report period

(2) Represents subscriptions for the 12 months ended June 30, 2007.

ANALYSIS OF AVERAGE CIRCULATION

3. PAID & VERIFIED CIRCULATION BY ISSUE

2007 Issue	Total Paid and Verified Circulation				Rate Base		
	Audited Circulation	Publisher's Statement Claim	Difference	%	Rate Base	% Above/Below (+/-)	
Jan.	1	1,929,704	1,923,399	6,305	0.3	1,850,000	4.3
	8	1,845,345	1,853,098	-7,753	-0.4	1,850,000	-0.3
	15	1,773,362	1,782,987	-9,625	-0.5	1,850,000	-4.1
	22	1,894,576	1,884,883	9,693	0.5	1,850,000	2.4
Feb.	29	1,580,140	1,609,106	-28,966	-1.8	1,850,000	-14.6
	5	1,682,735	1,709,482	-26,747	-1.6	1,850,000	-9.0
	12	1,707,078	1,730,152	-23,074	-1.3	1,850,000	-7.7
	19	1,773,918	1,851,489	-77,571	-4.2	1,850,000	-4.1
Mar.	26	1,709,881	1,724,533	-14,652	-0.8	1,850,000	-7.6
	5	1,737,599	1,751,881	-14,282	-0.8	1,850,000	-6.1
	12	1,831,920	1,851,173	-19,253	-1.0	1,850,000	-1.0
Apr.	19	1,639,130	1,646,285	-7,155	-0.4	1,850,000	-11.4
	26	1,747,200	1,756,739	-9,539	-0.5	1,850,000	-5.6
	2	1,897,571	1,900,642	-3,071	-0.2	1,850,000	2.6
	9	1,916,430	1,933,500	-17,070	-0.9	1,850,000	3.6
May	16	1,767,073	1,851,744	-84,671	-4.6	1,850,000	-4.5
	23	1,763,378	1,786,771	-23,393	-1.3	1,850,000	-4.7
	30	1,779,054	1,852,558	-73,504	-4.0	1,850,000	-3.8
	7	1,993,128	2,008,381	-15,253	-0.8	1,850,000	7.7
June	14	2,019,094	2,024,876	-5,782	-0.3	1,850,000	9.1
	21	2,138,071	2,144,046	-5,975	-0.3	1,850,000	15.6
	28	2,153,805	2,151,691	2,114	0.1	1,850,000	16.4
	4	2,089,537	2,087,476	2,061	0.1	1,850,000	12.9
July	11	2,098,096	2,092,058	6,038	0.3	1,850,000	13.4
	18	2,012,183	1,996,648	15,535	0.8	1,850,000	8.8
	25	1,940,752	1,981,975	-41,223	-2.1	1,850,000	4.9
	2	2,412,879	2,416,691	-3,812	-0.2	1,850,000	30.4
Aug.	9	2,077,804	2,080,551	-2,747	-0.1	1,850,000	12.3
	16	2,286,778	2,290,121	-3,343	-0.1	1,850,000	23.6
	23	1,990,716	1,996,147	-5,431	-0.3	1,850,000	7.6
	30	1,955,247	1,961,081	-5,834	-0.3	1,850,000	5.7
Aug.	6	1,823,707	1,852,695	-28,988	-1.6	1,850,000	-1.4
	13	2,154,877	2,144,693	10,184	0.5	1,850,000	16.5
	20	1,977,198	1,981,459	-4,261	-0.2	1,850,000	6.9
	27	1,980,675	1,999,328	-18,653	-0.9	1,850,000	7.1

Sept.	3	1,940,962	1,954,457	-13,495	-0.7	1,850,000	4.9
	10	2,082,312	2,100,122	-17,810	-0.8	1,850,000	12.6
	17	1,661,807	1,671,336	-9,529	-0.6	1,850,000	-10.2
Oct.	24	2,096,882	2,108,873	-11,991	-0.6	1,850,000	13.3
	1	1,816,027	1,850,293	-34,266	-1.9	1,850,000	-1.8
	8	1,823,031	1,852,599	-29,568	-1.6	1,850,000	-1.5
	15	1,829,813	1,859,702	-29,889	-1.6	1,850,000	-1.1
	22	1,845,093	1,871,286	-26,193	-1.4	1,850,000	-0.3
Nov.	29	1,806,153	1,853,313	-47,160	-2.5	1,850,000	-2.4
	5	1,616,851	1,674,862	-58,011	-3.5	1,850,000	-12.6
	12	1,736,261	1,763,595	-27,334	-1.5	1,850,000	-6.1
	19	1,791,103	1,851,142	-60,039	-3.2	1,850,000	-3.2
Dec.	26	1,818,514	1,850,575	-32,061	-1.7	1,850,000	-1.7
	3	1,656,047	1,676,121	-20,074	-1.2	1,850,000	-10.5
	10	1,874,849	1,875,940	-1,091	-0.1	1,850,000	1.3
	17	1,622,641	1,628,149	-5,508	-0.3	1,850,000	-12.3
	24	1,673,669	1,671,936	1,733	0.1	1,850,000	-9.5
	31	2,183,841	2,241,930	-58,089	-2.6	1,850,000	18.0

Total Average
Circulation

1,885,972 1,905,030 -19,058 -1.0 1,850,000 1.9

2007 Issue		Total Paid and Verified Subscriptions				Paid Subscriptions				Verified Subscriptions				Single Copy Sales			
		Audited Circulation	Publisher's Statement Claim	Difference	%	Audited Circulation	Publisher's Statement Claim	Difference	%	Audited Circulation	Publisher's Statement Claim	Difference	%	Audited Circulation	Publisher's Statement Claim	Difference	%
Jan.	1	867,985	862,155	5,830	0.7	715,288	709,458	5,830	0.8	152,697	152,697			1,061,719	1,061,244	475	0.0
	8	828,670	857,998	-29,328	-3.4	725,973	755,301	-29,328	-3.9	102,697	102,697			1,016,675	995,100	21,575	2.2
	15	841,021	852,270	-11,249	-1.3	738,324	749,573	-11,249	-1.5	102,697	102,697			932,341	930,717	1,624	0.2
	22	850,719	841,653	9,066	1.1	748,022	738,956	9,066	1.2	102,697	102,697			1,043,857	1,043,230	627	0.1
	29	858,067	887,444	-29,377	-3.3	755,370	784,747	-29,377	-3.7	102,697	102,697			722,073	721,662	411	0.1
Feb.	5	779,256	806,621	-27,365	-3.4	726,559	753,924	-27,365	-3.6	52,697	52,697			903,479	902,861	618	0.1
	12	784,252	802,039	-17,787	-2.2	731,555	749,342	-17,787	-2.4	52,697	52,697			922,826	928,113	-5,287	-0.6
	19	786,217	826,360	-40,143	-4.9	733,520	773,663	-40,143	-5.2	52,697	52,697			987,701	1,025,129	-37,428	-3.7
	26	814,594	823,684	-9,090	-1.1	736,897	745,987	-9,090	-1.2	77,697	77,697			895,287	900,849	-5,562	-0.6
Mar.	5	789,361	797,267	-7,906	-1.0	711,664	719,570	-7,906	-1.1	77,697	77,697			948,238	954,614	-6,376	-0.7
	12	799,969	813,510	-13,541	-1.7	722,272	735,813	-13,541	-1.8	77,697	77,697			1,031,951	1,037,663	-5,712	-0.6
	19	801,695	810,008	-8,313	-1.0	723,998	732,311	-8,313	-1.1	77,697	77,697			837,435	836,277	1,158	0.1
Apr.	26	805,928	814,651	-8,723	-1.1	728,231	736,954	-8,723	-1.2	77,697	77,697			941,272	942,088	-816	-0.1
	2	823,221	827,458	-4,237	-0.5	710,524	714,761	-4,237	-0.6	112,697	112,697			1,074,350	1,073,184	1,166	0.1
	9	841,254	856,014	-14,760	-1.7	728,557	743,317	-14,760	-2.0	112,697	112,697			1,075,176	1,077,486	-2,310	-0.2
	16	848,069	905,607	-57,538	-6.4	735,372	792,910	-57,538	-7.3	112,697	112,697			919,004	946,137	-27,133	-2.9
	23	851,936	868,740	-16,804	-1.9	739,239	756,043	-16,804	-2.2	112,697	112,697			911,442	918,031	-6,589	-0.7
May	30	854,020	909,367	-55,347	-6.1	741,323	796,670	-55,347	-6.9	112,697	112,697			925,034	943,191	-18,157	-1.9
	7	1,100,398	1,110,505	-10,107	-0.9	977,701	987,808	-10,107	-1.0	122,697	122,697			892,730	897,876	-5,146	-0.6
	14	1,093,529	1,101,083	-7,554	-0.7	970,832	978,386	-7,554	-0.8	122,697	122,697			925,565	923,793	1,772	0.2
	21	1,072,043	1,078,485	-6,442	-0.6	959,346	965,788	-6,442	-0.7	112,697	112,697			1,066,028	1,065,561	467	0.0
	28	1,069,504	1,074,080	-4,576	-0.4	956,807	961,383	-4,576	-0.5	112,697	112,697			1,084,301	1,077,611	6,690	0.6

3. PAID & VERIFIED CIRCULATION BY ISSUE (Continued)

2007 Issue	Total Paid and Verified Subscriptions				Paid Subscriptions				Verified Subscriptions				Single Copy Sales			
	Audited Circulation	Publisher's Statement Claim	Difference	%	Audited Circulation	Publisher's Statement Claim	Difference	%	Audited Circulation	Publisher's Statement Claim	Difference	%	Audited Circulation	Publisher's Statement Claim	Difference	%
June	4 1,051,349	1,052,025	-676	-0.1	928,582	929,258	-676	-0.1	122,767	122,767			1,038,188	1,035,450	2,738	0.3
	11 1,034,101	1,033,972	129	0.0	911,334	911,205	129	0.0	122,767	122,767			1,063,995	1,058,086	5,909	0.6
	18 1,000,758	997,445	3,313	0.3	912,991	909,678	3,313	0.4	87,767	87,767			1,011,425	999,203	12,222	1.2
	25 1,013,450	1,011,475	1,975	0.2	925,683	923,708	1,975	0.2	87,767	87,767			927,302	970,500	-43,198	-4.5
July	2 987,166	990,865	-3,699	-0.4	909,332	913,031	-3,699	-0.4	77,834	77,834			1,425,713	1,425,826	-113	-0.0
	9 987,784	990,463	-2,679	-0.3	909,951	912,630	-2,679	-0.3	77,833	77,833			1,090,020	1,090,088	-68	-0.0
	16 989,829	993,690	-3,861	-0.4	911,996	915,857	-3,861	-0.4	77,833	77,833			1,296,949	1,296,431	518	0.0
	23 992,535	995,936	-3,401	-0.3	914,707	918,108	-3,401	-0.4	77,828	77,828			998,181	1,000,211	-2,030	-0.2
	30 993,814	997,016	-3,202	-0.3	915,990	919,192	-3,202	-0.3	77,824	77,824			961,433	964,065	-2,632	-0.3
Aug.	6 917,585	942,752	-25,167	-2.7	839,776	864,943	-25,167	-2.9	77,809	77,809			906,122	909,943	-3,821	-0.4
	13 919,951	907,418	12,533	1.4	842,143	829,610	12,533	1.5	77,808	77,808			1,234,926	1,237,275	-2,349	-0.2
	20 926,374	928,212	-1,838	-0.2	848,567	850,405	-1,838	-0.2	77,807	77,807			1,050,824	1,053,247	-2,423	-0.2
	27 933,902	949,304	-15,402	-1.6	856,094	871,496	-15,402	-1.8	77,808	77,808			1,046,773	1,050,024	-3,251	-0.3
Sept.	3 895,137	910,463	-15,326	-1.7	817,341	832,667	-15,326	-1.8	77,796	77,796			1,045,825	1,043,994	1,831	0.2
	10 897,491	913,953	-16,462	-1.8	819,697	836,159	-16,462	-2.0	77,794	77,794			1,184,821	1,186,169	-1,348	-0.1
	17 897,145	919,283	-22,138	-2.4	819,351	841,489	-22,138	-2.6	77,794	77,794			764,662	752,053	12,609	1.7
	24 897,529	909,484	-11,955	-1.3	819,736	831,691	-11,955	-1.4	77,793	77,793			1,199,353	1,199,389	-36	-0.0
Oct.	1 869,815	901,793	-31,978	-3.5	792,024	824,002	-31,978	-3.9	77,791	77,791			946,212	948,500	-2,288	-0.2
	8 875,187	897,658	-22,471	-2.5	797,396	819,867	-22,471	-2.7	77,791	77,791			947,844	954,941	-7,097	-0.7
	15 876,138	898,738	-22,600	-2.5	798,347	820,947	-22,600	-2.8	77,791	77,791			953,675	960,964	-7,289	-0.8
	22 878,420	899,071	-20,651	-2.3	800,628	821,279	-20,651	-2.5	77,792	77,792			966,673	972,215	-5,542	-0.6
	29 880,766	914,086	-33,320	-3.6	802,974	836,294	-33,320	-4.0	77,792	77,792			925,387	939,227	-13,840	-1.5
Nov.	5 848,972	870,259	-21,287	-2.4	771,182	792,469	-21,287	-2.7	77,790	77,790			767,879	804,603	-36,724	-4.6
	12 896,694	915,516	-18,822	-2.1	798,905	817,727	-18,822	-2.3	97,789	97,789			839,567	848,079	-8,512	-1.0
	19 896,330	922,428	-26,098	-2.8	798,541	824,639	-26,098	-3.2	97,789	97,789			894,773	928,714	-33,941	-3.7
	26 894,557	922,941	-28,384	-3.1	796,768	825,152	-28,384	-3.4	97,789	97,789			923,957	927,634	-3,677	-0.4
Dec.	3 880,001	889,107	-9,106	-1.0	782,213	791,319	-9,106	-1.2	97,788	97,788			776,046	787,014	-10,968	-1.4
	10 880,086	882,596	-2,510	-0.3	782,298	784,808	-2,510	-0.3	97,788	97,788			994,763	993,344	1,419	0.1
	17 879,646	887,037	-7,391	-0.8	781,859	789,250	-7,391	-0.9	97,787	97,787			742,995	741,112	1,883	0.3
	24 884,935	894,191	-9,256	-1.0	787,145	796,401	-9,256	-1.2	97,790	97,790			788,734	777,745	10,989	1.4
	31 906,324	897,403	8,921	1.0	808,534	799,613	8,921	1.1	97,790	97,790			1,277,517	1,344,527	-67,010	-5.0
Total Average Circulation	902,745	916,294	-13,549	-1.5	811,688	825,237	-13,549	-1.6	91,057	91,057			983,227	988,736	-5,509	-0.6

4. AVERAGE CIRCULATION BY REGIONAL, METRO & DEMOGRAPHIC EDITIONS

None of record

5. TREND ANALYSIS (See Publisher's Statement for Five Year Trend)

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 Explanatory for full explanation.

	Audited Circulation	Publisher's Statement Claim	Difference	% of Difference
PAID SUBSCRIPTIONS				
Individual Subscriptions*	811,419	824,967	-13,548	-1.6
Partnership:				
Deductible*	4	4		
Sponsored Sales	265	266	-1	-0.4
TOTAL PAID SUBSCRIPTIONS	811,688	825,237	-13,549	-1.6
VERIFIED SUBSCRIPTIONS				
Public Place (See Par. 6A)	91,040	91,040		
Individual Use (See Par. 6B)	17	17		
TOTAL VERIFIED SUBSCRIPTIONS	91,057	91,057		
TOTAL PAID & VERIFIED SUBSCRIPTIONS	902,745	916,294	-13,549	-1.5
SINGLE COPY SALES				
Single Issue Sales	983,227	988,736	-5,509	-0.6
TOTAL SINGLE COPY SALES	983,227	988,736	-5,509	-0.6
TOTAL PAID & VERIFIED CIRCULATION	1,885,972	1,905,030	-19,058	-1.0

*Included in Average Price calculation

6A. ADDITIONAL ANALYSIS OF VERIFIED PUBLIC PLACE

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

Verified Subscription:	Personal Care Salons	Doctor/Health Care Providers	Specialty Locations	Fitness/Recreational Facilities	Education/Learning Facilities	Other	Total Public Place Copies
Public Place	44,390	41,613	2,022	1,788	310	917	91,040

6B. ADDITIONAL ANALYSIS OF VERIFIED INDIVIDUAL USE

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

Verified Subscription:	Partnership Programs	Other	Total Individual Use Copies
Individual Use	17		17

AUDIT STATEMENT

The difference shown in average paid and verified circulation in comparing this report with the Publisher's Statements for the period audited is 19,058 copies per issue deduction.

A Supplemental Data Report consisting of an analysis of circulation by counties for the August 27, 2007 issue was released April 30, 2008 for this publication. Data in that report have been verified as part of this audit.

EXPLANATORY

Suggested Retail Prices: Average Single Copy: Canada, \$4.79; Subscriptions: Canada, 1 yr. \$125.00, International, 1 yr. \$150.00.

Average non-analyzed non-paid circulation for the 12 month period: 71,056 copies per issue.

Post expiration copies: Average number of copies served on subscriptions not more than three months after expiration was 5,024 or 0.6% of average paid subscription circulation.

Partnership Subscription Sales (Deductible): The average of 4 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 \$11.96 of the sales price was allocated for a 1 year subscription to this publication. Purchasers were able to deduct the amount of the magazine subscription. The deduction was processed as a rebate.

Sponsored Subscription Sales: The average of 265 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.

This publication uses a common end of month expire date.

PREMIERE magazine ceased publication with the April, 2007 issue. Effective with the May 7, 2007 issue, a total of 265,803 former PREMIERE subscribers were served with US WEEKLY for the balance of the subscription term. Each subscriber received one issue of US WEEKLY for every issue remaining of their PREMIERE subscription. Included in Individual Subscriptions in Par. 6 is an average of 55,811 copies per issue served to former PREMIERE subscribers.

To Members of the Audit Bureau of Circulations:

We have examined the circulation records and other data presented by this publication for the period covered by this report. Our examination was made in accordance with the Bureau's Bylaws and Rules, and included such tests and other audit procedures as we considered necessary under the circumstances.

In our opinion, the total average paid and verified circulation for the period shown is fairly stated in this report, and the other data contained in this report are fairly stated in all respects material to average paid and verified circulation.

Audit Bureau of Circulations

US Weekly, New York, NY, Page #6 - #219395 - 406 - 175

January, 2009

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04-1315-0	Analyzed Issue Date	08/27/07
	Analyzed Issue Text (for double month issue date)	
	Average Single Copy Price	3.59
	Association Subscription Price	
	U.S. Subscription Price	99.00
	Canadian Subscription Price	125.00
	International Subscription Price	150.00