

No attempt has been made to rank the information contained in this report in order of importance, since BPA Worldwide believes this is a judgment, which must be made by the user of the report.

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About BPA Worldwide

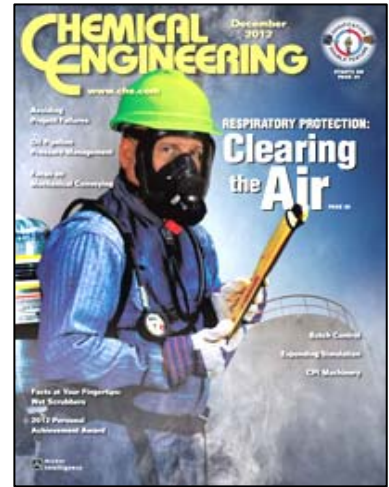
A not-for-profit organization since 1931 and headquartered in Shelton, CT, USA, BPA has the largest membership of any media-auditing organization in the world, spanning more than 30 countries. The organization conducts 2,600+ audits for media brands in print, online/digital and live events. Additionally, under the iCompli brand, BPA documents compliance to defined standards including data protection, provides assurance of sustainability reporting, and verifies technology, service and privacy claims. BPA is supported by 2,700 advertiser and agency members.

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FIELD SERVED

CHEMICAL ENGINEERING serves companies involved in manufacturing, engineering, government, education, finance, utilities, transportation, storage, distribution, wholesale/retail trade, business/legal services, consulting, associations, societies, trade groups and others allied to the field.

DEFINITION OF RECIPIENT QUALIFICATION

Qualified recipients are involved in corporate management, plant operations, production management, engineering, technical direction, regulatory & safety management, purchasing, sales & marketing management, consulting and other titled and non-titled personnel within the Field Served.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation _____	-
Advertiser and Agency _____	1,073
Rotated or Occasional _____	-
Allocated for Trade Shows and Conventions _____	367
Digital _____	-
All Other _____	846
TOTAL	2,286

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	61,497	99.7	57,802	93.7	3,695	6.0
Sponsored Individually Addressed _____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	155	0.3	-	-	155	0.3
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	61,652	100.0	57,802	93.7	3,850	6.3

2. QUALIFIED CIRCULATION BY ISSUES FOR PERIOD					
2012 Issue	Print (A)	Digital (B)	Qualified Non-Paid	Qualified Paid	Unique Total Qualified*
July _____	33,986	28,250	57,774	4,050	61,824
August _____	33,236	28,914	57,768	3,982	61,750
September _____	32,653	29,384	57,823	3,890	61,713
October _____	33,195	28,538	57,705	3,785	61,490
November _____	34,216	27,571	57,878	3,730	61,608
December _____	33,617	28,090	57,862	3,666	61,528

*Unique Total Qualified represents unique recipients, not the sum of Print and Digital.

3a. BUSINESS/OCCUPATION BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF NOVEMBER 2012

This issue is 0.1% or 53 copies below the average of the other 5 issues reported in Paragraph two.

INDUSTRY	UNIQUE TOTAL QUALIFIED*	PERCENT OF TOTAL	Print (A)	Digital (B)	Qualified Non-Paid	Qualified Paid	CLASSIFICATION BY TITLE					
							Corporate Management (Note 1)	Plant Operations & Production Management (Note 2)	Engineering (Note 3)	Technical Direction (Note 4)	Regulatory/Safety Manager, Consultant	Purchasing, Sales & Marketing, Other (Note 5)
Manufacturing _____	33,629	54.6	16,332	17,354	33,180	449	5,067	10,848	12,888	2,396	1,073	1,357
Engineering (Note 6) _____	13,489	21.9	7,871	5,639	13,356	133	3,025	3,345	5,832	424	563	300
Government _____	708	1.1	332	377	702	6	49	208	300	102	41	8
Educational Services _____	868	1.4	212	658	859	9	29	233	323	193	80	10
Financial Services _____	109	0.2	40	69	106	3	39	36	20	4	9	1
Public Utilities, Waste Management, Transportation, Storage _____	5,253	8.5	4,209	1,047	5,243	10	604	3,061	1,252	108	130	98
Chemical Distributor, Wholesale/Retail Trade _____	532	0.9	286	246	522	10	182	179	78	17	12	64
Business/Legal Services, Consulting, Misc. Services _____	2,416	3.9	1,225	1,197	2,382	34	881	435	641	49	362	48
Association, Society, Trade Group _____	55	0.1	18	37	55	-	14	27	4	4	4	2
Others Allied To The Field _____	4,549	7.4	3,691	947	1,473	3,076	546	937	823	96	149	1,998
Sub-Total	61,608	100.0	34,216	27,571	57,878	3,730	10,436	19,309	22,161	3,393	2,423	3,886
Other Paid Circulation _____	-	-	-	-	-	-						
UNIQUE TOTAL QUALIFIED CIRCULATION*	61,608	100.0	34,216	27,571	57,878	3,730						

Note 1: Owner, Partner, President, CEO, COO, CFO, VP, GM, Company Official

Note 2: Director, Dept. Head, Work Exec., Manager, Plant/Facility/Operations Manager, Production Manager, Supervisor/Foreman, Non-Technical Manager

Note 3: Engineer

Note 4: Research/Development Manager, Scientist/Chemist/Metallurgist/Specialist

Note 5: Purchaser/Buyer, Sales/Marketing Manager, Other Personnel allied to the field not elsewhere classified & company copies

Note 6: Engineering, Design, Construction, Independent Laboratories, Research & Development, Environmental Services

*Unique Total Qualified represents unique recipients, not the sum of Print and Digital.

3b. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF NOVEMBER 2012

QUALIFICATION SOURCE	Qualified Within			Print (A)	Digital (B)	Qualified Non-Paid	Qualified Paid	Unique Total Qualified**	Percent
	1 Year	2 Years	3 Years						
I. Direct Request: _____	40,799	14,948	-	28,356	27,570	52,041	3,706	55,747	90.5
II. Request from recipient's company: _____	23	-	-	22	1	-	23	23	-
III. Membership Benefit: _____	-	-	-	-	-	-	-	-	-
IV. *Communication from recipient or recipient's company (other than request): _____	5,838	-	-	5,838	-	5,837	1	5,838	9.5
V. TOTAL - Sources other than above (listed alphabetically): _____	-	-	-	-	-	-	-	-	-
Association rosters and directories _____	-	-	-	-	-	-	-	-	-
Business directories _____	-	-	-	-	-	-	-	-	-
Manufacturer's, distributor's, and wholesaler's lists _____	-	-	-	-	-	-	-	-	-
Other sources _____	-	-	-	-	-	-	-	-	-
VI. Single Copy Sales: _____	-	-	-	-	-	-	-	-	-
UNIQUE TOTAL QUALIFIED CIRCULATION**	46,660	14,948	-	34,216	27,571	57,878	3,730	61,608	100.0
PERCENT	75.7	24.3	-	55.5	44.8	93.9	6.1	100.0	

*See Additional Data

**Unique Total Qualified represents unique recipients, not the sum of Print and Digital.

3c. MAILING ADDRESS BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF NOVEMBER 2012

MAILING ADDRESS	Print (A)	Digital (B)	Qualified Non-Paid	Qualified Paid	Unique Total Qualified*	Percent
Individuals by name and title and/or function _____	32,578	27,436	57,870	2,044	59,914	97.2
Individuals by name only _____	578	29	1	602	603	1.0
Titles or functions only _____	412	42	7	420	427	0.7
Company names only _____	517	62	-	533	533	0.9
Multi-Copy Same Addressee copies _____	131	2	-	131	131	0.2
Single Copy Sales _____	-	-	-	-	-	-
UNIQUE TOTAL QUALIFIED CIRCULATION*	34,216	27,571	57,878	3,730	61,608	100.0

*Unique Total Qualified represents unique recipients, not the sum of Print and Digital.

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF NOVEMBER 2012

State	Print (A)	Digital (B)	Qualified Non-Paid	Qualified Paid	Unique Total Qualified*	Percent
Maine _____	155	27	177	5	182	
New Hampshire _____	158	37	189	5	194	
Vermont _____	50	13	62	1	63	
Massachusetts _____	770	246	953	62	1,015	
Rhode Island _____	113	26	133	6	139	
Connecticut _____	408	127	511	22	533	
NEW ENGLAND	1,654	476	2,025	101	2,126	3.5
New York _____	1,490	371	1,690	162	1,852	
New Jersey _____	1,438	360	1,538	259	1,797	
Pennsylvania _____	2,012	533	2,381	153	2,534	
MIDDLE ATLANTIC	4,940	1,264	5,609	574	6,183	10.0
Ohio _____	1,806	475	2,158	115	2,273	
Indiana _____	652	215	830	34	864	
Illinois _____	1,745	442	2,071	112	2,183	
Michigan _____	1,035	260	1,227	65	1,292	
Wisconsin _____	752	191	906	35	941	
EAST NO. CENTRAL	5,990	1,583	7,192	361	7,553	12.3
Minnesota _____	656	149	764	39	803	
Iowa _____	411	91	485	17	502	
Missouri _____	786	168	915	35	950	
North Dakota _____	111	29	135	4	139	
South Dakota _____	110	18	124	4	128	
Nebraska _____	228	48	270	6	276	
Kansas _____	425	124	533	15	548	
WEST NO. CENTRAL	2,727	627	3,226	120	3,346	5.5
Delaware _____	162	69	216	13	229	
Maryland _____	488	126	577	37	614	
Washington, DC _____	62	33	87	6	93	
Virginia _____	607	165	731	37	768	
West Virginia _____	202	55	246	11	257	
North Carolina _____	921	240	1,109	47	1,156	
South Carolina _____	564	173	701	33	734	
Georgia _____	817	239	1,016	35	1,051	
Florida _____	1,072	329	1,331	63	1,394	
SOUTH ATLANTIC	4,895	1,429	6,014	282	6,296	10.2
Kentucky _____	488	116	581	21	602	
Tennessee _____	639	206	809	33	842	
Alabama _____	555	142	543	149	692	
Mississippi _____	184	37	211	10	221	
EAST SO. CENTRAL	1,866	501	2,144	213	2,357	3.8
Arkansas _____	192	42	227	6	233	
Louisiana _____	545	157	647	54	701	
Oklahoma _____	329	101	403	25	428	
Texas _____	3,283	1,363	4,367	262	4,629	
WEST SO. CENTRAL	4,349	1,663	5,644	347	5,991	9.7
Montana _____	122	26	137	11	148	
Idaho _____	139	42	169	10	179	
Wyoming _____	101	19	115	4	119	
Colorado _____	638	172	764	42	806	
New Mexico _____	91	27	109	9	118	
Arizona _____	329	84	398	14	412	
Utah _____	258	73	315	16	331	
Nevada _____	145	35	172	8	180	
MOUNTAIN	1,823	478	2,179	114	2,293	3.7
Alaska _____	88	33	118	3	121	
Washington _____	523	126	616	31	647	
Oregon _____	253	60	294	17	311	
California _____	2,242	691	2,771	152	2,923	
Hawaii _____	54	17	68	3	71	
PACIFIC	3,160	927	3,867	206	4,073	6.6
UNITED STATES	31,404	8,948	37,900	2,318	40,218	65.3
U.S. Territories _____	64	37	92	8	100	
Canada _____	436	1,135	1,304	251	1,555	
Mexico _____	90	1,070	1,140	20	1,160	
Other International _____	2,222	16,381	17,442	1,133	18,575	
APO/FPO _____	-	-	-	-	-	
UNIQUE TOTAL QUALIFIED CIRCULATION*	34,216	27,571	57,878	3,730	61,608	100.0

*Unique Total Qualified represents unique recipients, not the sum of Print and Digital.

AVERAGE ANNUAL AUDITED QUALIFIED CIRCULATION AND CURRENT UNAUDITED CIRCULATION STATEMENTS						
6-Month Period Ended:	Audited Data	Audited Data	Audited Data	Audited Data	Circulation Claim	Circulation Claim
	January-June 2010	July-December 2010	January-June 2011	July-December 2011	January-June 2012*	July-December 2012*
Unique Total Audit Average Qualified**	63,106	61,810	61,214	61,099	61,532	61,652
Unique Qualified Non-Paid Total**	56,894	56,339	55,935	56,355	57,202	57,802
Print	40,986	37,689	33,911	30,154	29,462	29,986
Digital	16,318	19,058	22,398	26,573	28,069	28,008
Unique Qualified Paid Total**	6,212	5,471	5,279	4,744	4,330	3,850
Print	5,737	5,048	4,864	4,293	3,916	3,498
Digital	698	619	609	627	548	449
Post Expire Copies included in Total Qualified Circulation	1.6	0.7	0.8	0.7	0.7	0.5
Average Annual Order Price	\$139.85	\$145.79	\$134.12	\$151.86	\$166.95	\$201.42

*NOTE: January – December 2012 data is unaudited. With each successive period, new data will be added until six 6-month periods are displayed.

**Unique Total Qualified represents unique recipients, not the sum of Print and Digital.

ADDITIONAL DATA

METHOD OF DISTRIBUTION:

All qualified circulation conforms to the field served of a recipient's qualification, as reported. Print copies are distributed via postal services or other carriers. Recipients of the digital version are notified via email when the version is available.

STATEMENT OF CONTENT PLATFORM:

Editorial Replica – If a print edition exists, editorial and design are unchanged from the original print edition. Each issue's content and design are identical to the original edition. Apart from minor updates, the content cannot change once the issue is made available.

PARAGRAPH 3b:

Communication Other Than Request includes 1 source of circulation for a quantity of 5,838 copies or 9.5%.

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD - PRINT						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual	33,329	99.5	29,986	89.6	3,343	10.0
Sponsored Individually Addressed	-	-	-	-	-	-
Membership Benefit	-	-	-	-	-	-
Multi-Copy Same Addressee	155	0.5	-	-	155	0.5
Single Copy Sales	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	33,484	100.0	29,986	89.6	3,498	10.4

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD - DIGITAL						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual	28,453	100.0	28,008	98.4	445	1.6
Sponsored Individually Addressed	-	-	-	-	-	-
Membership Benefit	-	-	-	-	-	-
Multi-Copy Same Addressee	4	-	-	-	4	-
Single Copy Sales	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	28,457	100.0	28,008	98.4	449	1.6

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD - BOTH PRINT & DIGITAL						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual	285	98.6	192	66.4	93	32.2
Sponsored Individually Addressed	-	-	-	-	-	-
Membership Benefit	-	-	-	-	-	-
Multi-Copy Same Addressee	4	1.4	-	-	4	1.4
Single Copy Sales	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	289	100.0	192	66.4	97	33.6

PUBLISHER'S AFFIDAVIT		
We hereby make oath and say that all data set forth in this statement are true.	Date signed	January 16, 2013
Sarah Garwood, Audience Development Director	State	Maryland
Brian Nessen, Group Publisher	County	Montgomery
(At least one of the above signatures must be that of an officer of the publishing company or its authorized representative.)	Received by BPA Worldwide	January 16, 2013
IMPORTANT NOTE:	Type	PD
This unaudited circulation statement has been checked against the previous audit report. It will be included in the annual audit made by BPA Worldwide.	ID Number	C709Y0D2