

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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A not-for-profit organization since 1931, BPA Worldwide is governed by a tripartite board comprised of media owners, advertising agencies and advertisers. Headquartered in Shelton, Connecticut, USA, BPA has the largest membership of any media-auditing organization in the world, spanning more than 30 countries. Worldwide, BPA audits 2,600+ media properties—including over 1,500 B-to-B publications, more than 350 consumer magazines, 150 newspapers, 550+ web sites, 40 events, email newsletters, databases, wireless and other advertiser-supported media—as well as 2,700 advertiser and agency members.

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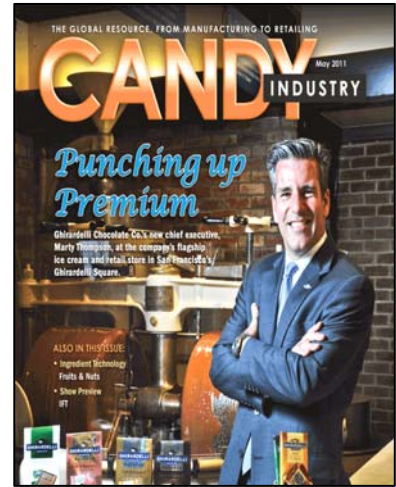
CANDY INDUSTRY

BNP Media II, LLC
2401 W. Big Beaver Road
Suite 700
Troy, MI 48084-3333
Tel. No.: (248) 362-3700
FAX No.: (248) 362-0317
www.candyindustry.com

Official Publication of: None
Established: 1916
Issues Per Year: 12

FIELD SERVED

CANDY INDUSTRY targets the confectionery industry which consists of confectionery manufacturers, confectionery/ snack wholesalers, jobbers, importers, exporters, brokers, distributors and repackagers, grocery, convenience, drug stores, vending operators/ distributors, amusement/ concessions, variety/ discount stores/ chains, warehouse buying clubs, specialty retailers/ specialty food stores and others as indicated in paragraph 3a.



DEFINITION OF RECIPIENT QUALIFICATION

Title personnel include those in general management/ administration, plant operations/ production, research & development, engineering, sales/ marketing, purchasing, and others as indicated in paragraph 3a.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation	66
Advertiser and Agency	541
Rotated or Occasional	-
Allocated for Trade Shows and Conventions	-
Digital	-
All Other	915
TOTAL	1,522

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual	13,526	100.0	13,493	99.8	33	0.2
Sponsored Individually Addressed	-	-	-	-	-	-
Membership Benefit	-	-	-	-	-	-
Multi-Copy Same Addressee	-	-	-	-	-	-
Single Copy Sales	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	13,526	100.0	13,493	99.8	33	0.2

2a. QUALIFIED CIRCULATION BY ISSUES FOR PERIOD					
2011 Issue	Number Removed	Number Added	Print Version Only (A)	Digital Version Only (B)	Total Qualified
January	208	208	12,354	1,147	13,501
February	408	408	12,358	1,143	13,501
March	461	461	12,322	1,179	13,501
April	904	904	12,317	1,184	13,501
May	1,832	1,906	12,428	1,147	13,575
June	19	21	12,432	1,145	13,577
TOTAL	3,832	3,908			

2b. WEBSITE ACTIVITY BY MONTH						
Month	Page Impressions	User Sessions	Unique Browsers	Unique Browser Frequency	Page Duration	User Session Duration
January	24,218	9,773	8,020	1.22	01:06	02:48
February	21,718	8,771	7,292	1.20	01:10	02:52
March	24,288	9,435	7,690	1.23	01:03	02:46
April	24,603	9,285	7,501	1.24	01:05	02:56
May	26,092	9,610	7,966	1.21	01:01	02:43
June	19,943	7,896	6,627	1.19	01:02	02:33
AVERAGE:	23,477	9,128	7,516	1.21	01:04	02:46

*See Additional Data

3a. BUSINESS/OCCUPATION BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2011

This issue is 0.4% or 59 copies above the average of the other 5 issues reported in Paragraph two.

BUSINESS AND INDUSTRY	TOTAL QUALIFIED	PERCENT OF TOTAL	Print Version Only (A)	Digital Version Only (B)	CLASSIFICATION BY TITLE						
					General Management/ Administration (President, Owner, Partner, CEO, VP, GM, Asst. Manager, Chairman, Director, Treasurer, Store/Location Manager)	Plant Operations/ Production (Plant/ Production/ Traffic/ Distribution Manager, Packaging/ Maintenance/ Manufacturing Supervisor)	Research & Development (Technologist, Chemist, Scientist, Research Technologist, Group Project & Research Specialist, QA/QC Manager)	Engineering (Chief/Project/ Design/System Engineer)	Sales/ Marketing (Brand/ Advertising Director/ Manager/ Assistant, Marketing Manager, Category Manager, VP Sales, Merchandiser, Salesperson, Account Exec)	Purchasing (Purchasing Director/ Supervisor/ Agent, Retail Buyer, Grocery Buyer, Buyer)	Other Titles/Paid
Confectionery Manufacturers _____	5,275	38.9	4,724	551	2,946	653	545	243	635	253	-
Confectionery/Snack Wholesalers, Jobbers, Importers, Exporters, Brokers, Distributors and Repackagers _____	712	5.2	563	149	408	27	35	6	172	64	-
Grocery (Supermarket Chain HQ & Regional Offices/Independent Grocery Store/Grocery Wholesalers/Cooperatives) _____	3,300	24.3	3,162	138	2,324	48	14	10	428	476	-
Convenience (Stores, Chains, Service Stations, Oil Retailers, Independent Stores) _____	2,200	16.2	2,107	93	1,713	20	9	14	252	192	-
Drug Stores (Independent/Chain HQ & Regional Offices) _____	1,300	9.6	1,232	68	1,092	16	20	2	96	74	-
Vending Operator/Distributor, Amusement/Concessions (including Movie Chains) _____	350	2.6	309	41	189	14	7	3	66	71	-
Variety/Discount Stores/Chains, Warehouse Buying Clubs _____	150	1.1	135	15	66	5	3	1	30	45	-
Specialty Retailers/Specialty Food Stores _____	288	2.1	196	92	229	1	8	2	20	28	-
Others/Paid _____	-	-	-	-	-	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	13,575	100.0	12,428	1,147	8,967	784	641	281	1,699	1,203	-
PERCENT	100.0		91.6	8.4	66.1	5.8	4.7	2.1	12.5	8.8	-

3b. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2011

QUALIFICATION SOURCE	Qualified Within			Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
	1 year	2 year	3 year				
I. TOTAL - Direct Request: _____	7,117	3,781	-	9,751	1,147	10,898	80.3
a. Written _____	441	170	-	609	2	611	4.5
b. Telecommunication _____	3,742	2,931	-	6,286	387	6,673	49.2
c. Electronic _____	2,934	680	-	2,856	758	3,614	26.6
II. TOTAL - Request from recipient's company: _____	203	143	-	346	-	346	2.5
a. Written _____	16	2	-	18	-	18	0.1
b. Telecommunication _____	11	63	-	74	-	74	0.5
c. Electronic _____	176	78	-	254	-	254	1.9
III. TOTAL - Membership Benefit: _____	-	-	-	-	-	-	-
a. Individual _____	-	-	-	-	-	-	-
b. Organizational _____	-	-	-	-	-	-	-
IV. TOTAL - Communication from recipient or recipient's company (other than request): _____	512	-	-	512	-	512	3.8
a. Written _____	10	-	-	10	-	10	0.1
b. Telecommunication _____	441	-	-	441	-	441	3.3
c. Electronic _____	61	-	-	61	-	61	0.4
V. TOTAL - Sources other than above (listed alphabetically): _____	1,819	-	-	1,819	-	1,819	13.4
Association rosters and directories _____	-	-	-	-	-	-	-
*Business directories _____	792	-	-	792	-	792	5.8
Manufacturer's, distributor's and wholesaler's lists _____	-	-	-	-	-	-	-
*Other sources _____	1,027	-	-	1,027	-	1,027	7.6
VI. TOTAL - Single Copy Sales: _____	-	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	9,651	3,924	-	12,428	1,147	13,575	100.0
*See Additional Data	PERCENT	71.1	28.9	-	91.6	8.4	100.0

3c. MAILING ADDRESS BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2011

MAILING ADDRESS	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
Individuals by name and title and/or function _____	12,428	1,147	13,575	100.0
Individuals by name only _____	-	-	-	-
Titles or functions only _____	-	-	-	-
Company names only _____	-	-	-	-
Multi-Copy Same Addressee copies _____	-	-	-	-
Single Copy Sales _____	-	-	-	-
TOTAL QUALIFIED CIRCULATION	12,428	1,147	13,575	100.0

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2011

State	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
Maine	70	4	74	
New Hampshire	84	6	90	
Vermont	65	5	70	
Massachusetts	303	24	327	
Rhode Island	51	4	55	
Connecticut	169	10	179	
NEW ENGLAND	742	53	795	5.9
New York	768	59	827	
New Jersey	479	43	522	
Pennsylvania	837	54	891	
MIDDLE ATLANTIC	2,084	156	2,240	16.5
Ohio	430	33	463	
Indiana	221	19	240	
Illinois	750	71	821	
Michigan	361	23	384	
Wisconsin	346	19	365	
EAST NO. CENTRAL	2,108	165	2,273	16.7
Minnesota	262	22	284	
Iowa	134	11	145	
Missouri	263	16	279	
North Dakota	58	3	61	
South Dakota	48	3	51	
Nebraska	102	5	107	
Kansas	120	8	128	
WEST NO. CENTRAL	987	68	1,055	7.8
Delaware	29	1	30	
Maryland	134	14	148	
Washington, DC	12	2	14	
Virginia	210	11	221	
West Virginia	55	3	58	
North Carolina	297	19	316	
South Carolina	117	8	125	
Georgia	290	22	312	
Florida	437	33	470	
SOUTH ATLANTIC	1,581	113	1,694	12.5

State	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
Kentucky	155	8	163	
Tennessee	220	23	243	
Alabama	175	12	187	
Mississippi	103	2	105	
EAST SO. CENTRAL	653	45	698	5.1
Arkansas	112	12	124	
Louisiana	136	7	143	
Oklahoma	81	10	91	
Texas	485	54	539	
WEST SO. CENTRAL	814	83	897	6.6
Montana	67	3	70	
Idaho	90	4	94	
Wyoming	18	2	20	
Colorado	177	19	196	
New Mexico	35	7	42	
Arizona	88	9	97	
Utah	111	4	115	
Nevada	62	8	70	
MOUNTAIN	648	56	704	5.2
Alaska	19	3	22	
Washington	173	20	193	
Oregon	139	9	148	
California	924	99	1,023	
Hawaii	83	8	91	
PACIFIC	1,338	139	1,477	10.9
UNITED STATES	10,955	878	11,833	87.2
U.S. Territories	26	8	34	
Canada	114	44	158	
Mexico	19	31	50	
Other International	1,314	186	1,500	
APO/FPO	-	-	-	
TOTAL QUALIFIED CIRCULATION	12,428	1,147	13,575	100.0

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2011

Region/Country	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
ASIA	103	34	137	1.0
MIDDLE EAST	46	11	57	0.4
EUROPE				
Austria	12	-	12	
Belarus	2	-	2	
Belgium	113	-	113	
Bosnia and Herzegovina	3	-	3	
Bulgaria	27	-	27	
Croatia	2	1	3	
Cyprus	-	1	1	
Czech Republic	2	-	2	
Denmark	8	2	10	
Finland	7	-	7	
France	130	3	133	
Germany	85	3	88	
Greece	15	-	15	
Hungary	20	1	21	
Iceland	1	1	2	
Italy	6	4	10	
Latvia	5	-	5	
Lithuania	1	1	2	
Macedonia	2	-	2	
Malta	1	1	2	
Netherlands	35	4	39	
Norway	10	-	10	
Poland	8	2	10	

Region/Country	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
Portugal	8	2	10	
Republic of Ireland	16	2	18	
Romania	6	2	8	
Russian Federation	215	5	220	
Serbia	9	2	11	
Slovakia	2	-	2	
Slovenia	3	3	6	
Spain	28	4	32	
Sweden	34	1	35	
Switzerland	2	1	3	
Turkey	84	12	96	
Ukraine	72	2	74	
United Kingdom	79	13	92	
Subtotal	1,053	73	1,126	8.2
AFRICA	23	5	28	0.2
NORTH AMERICA				
Canada	114	44	158	
United States	10,955	878	11,833	
Mexico	19	31	50	
U.S. Territories	26	8	34	
Subtotal	11,114	961	12,075	89.1
CARIBBEAN	6	7	13	0.1
CENTRAL AMERICA	3	4	7	0.1
SOUTH AMERICA	66	48	114	0.8
ASIA PACIFIC	14	4	18	0.1
TOTAL QUALIFIED CIRCULATION	12,428	1,147	13,575	100.0

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
	July - December 2008	January - June 2009	July - December 2009	January - June 2010	July - December 2010*	January - June 2011*
Total Audit Average Qualified _____	15,000	15,000	13,501	13,501	13,501	13,526
Qualified Non-Paid Total __	15,000	15,000	13,438	13,447	13,457	13,493
Print Only _____	15,000	15,000	13,438	12,860	12,627	12,335
Digital Only _____	-	-	-	587	830	1,158
Qualified Paid Total _____	-	-	63	54	44	33
Print Only _____	-	-	63	54	44	33
Digital Only _____	-	-	-	-	-	-
Post Expire Copies included in Total Qualified Circulation ____	**NC	**NC	**NC	**NC	**NC	**NC
Average Annual Order Price _____	**NC	**NC	**NC	**NC	**NC	**NC

***NOTE: July 2010 – June 2011 data is unaudited. With each successive period, new data will be added until six 6-month periods are displayed.**

****NC = None Claimed.**

ADDITIONAL DATA**METHOD OF DISTRIBUTION:**

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

STATEMENT OF CONTENT PLATFORM:

Replica - editorial and design are unchanged from the original print edition.

PARAGRAPH 3b:

Business directories include 2 sources of circulation for quantities of 125 copies or 0.9% to 667 copies or 4.9%.

Other sources include 2 sources of circulation for quantities of 308 copies or 2.3% to 719 copies or 5.3%, including Foodscan and Dun & Bradstreet.

WEBSITE GLOSSARY:

Unique Browsers: An identified and unduplicated Cookied Browser that accesses internet content during a measurement period. Each browser visiting a site instrumented with SiteCensus code is assigned a unique cookie id to help determine browser uniqueness

Page Impressions: The number of web pages successfully viewed by all browsers within the reporting period

User Sessions: A single continuous set of activity attributable to a browser resulting in one or more pulled text downloads from a site. A period of inactivity of more than 30 minutes terminates the session

Unique Browser Frequency: The average number of user sessions per Unique Browser over the selected reporting period

User Session Duration: The average time a browser remained on the site per session

Page Duration: The average time a browser spent viewing any page(s) on the site

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD - PRINT VERSION ONLY

QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	12,368	100.0	12,335	99.7	33	0.3
Sponsored Individually Addressed __	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	12,368	100.0	12,335	99.7	33	0.3

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD - DIGITAL VERSION ONLY

QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	1,158	100.0	1,158	100.0	-	-
Sponsored Individually Addressed __	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	1,158	100.0	1,158	100.0	-	-

PUBLISHER'S AFFIDAVIT

We hereby make oath and testify that all data set forth in this statement are true.

Catherine M. Ronan, Corporate Audience Audit Manager

Rita M. Fomia, Corporate Strategy Director

(At least one of the above signatures must be that of an officer of the publishing company or its authorized representative.)

IMPORTANT NOTE:

This unaudited circulation statement has been checked against the previous audit report. It will be included in the annual audit made by BPA Worldwide.

Date signed July 14, 2011

State Michigan

County Oakland

Received by BPA Worldwide July 14, 2011

Type PJ

ID Number C108POJ1