

**BUSINESS PUBLICATION CIRCULATION STATEMENT  
FOR THE 6 MONTH PERIOD ENDED JUNE 2011**

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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Official Publication of: None  
Established: 1935  
Issues Per Year: 12

**FIELD SERVED**

DIESEL PROGRESS NORTH AMERICAN EDITION serves the field of manufacturing, design, distribution and service of equipment powered by diesel, gasoline or alternately-fueled engines within the United States, Mexico and Canada. This includes manufacturers of mobile on-highway and off-highway vehicles, stationary and marine equipment including construction, mining, forestry, agricultural, lawn and garden/turf maintenance equipment; trucks, automobiles, buses and recreational vehicles; material handling or ground support equipment. Special purpose vehicles and military contractors; pleasure or commercial boat builders. Generator set, pump, welder, traffic board, refrigeration, pressure washer, irrigation, compressor set, oilfield equipment and stationary package manufacturers. Military or commercial hydraulic system packagers. Body builders, implement manufacturers. Manufacturers of diesel, gasoline or natural gas engines, alternative engine, engine marinizers, driveline hydraulic, engine-related components, instruments, controls or other accessories, testing productions and service equipment or tooling, fuel, lubricants, additives or materials. Equipment distributors, systems integrators, dealers, rental yards. Engine, hydraulic and powertrain components distributors/dealers. Engine or components rebuilder and service facilities. End users and operators of on-highway, truck, bus and utility fleets, including city, county, state, federal or municipal fleets. Construction, mining, marine, forestry, agriculture fleets and railroads. Operators of power generation systems or oil and gas systems. Consulting engineers, electrical and mechanical contractors and naval architects. Government/military regulatory, procurement or operating groups, research organizations, technical libraries and all others allied to the field, as stated in Paragraph 3a herein.

**DEFINITION OF RECIPIENT QUALIFICATION**

Qualified recipients are corporate and administrative personnel, engineering management, operating management personnel, productions, purchasing, other personnel and company copies and other non-titled personnel.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation _____	38
Advertiser and Agency _____	2,891
Rotated or Occasional _____	-
*Allocated for Trade Shows and Conventions _____	1,092
Digital _____	-
All Other _____	725
<b>TOTAL</b>	<b>4,746</b>

\*See Additional Data

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	25,002	99.8	24,843	99.2	159	0.6
Sponsored Individually Addressed _____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	41	0.2	-	-	41	0.2
Single Copy Sales _____	-	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>25,043</b>	<b>100.0</b>	<b>24,843</b>	<b>99.2</b>	<b>200</b>	<b>0.8</b>

2. QUALIFIED CIRCULATION BY ISSUES FOR PERIOD					
2011 Issue	Number Removed	Number Added	Print Version Only (A)	Digital Version Only (B)	Total Qualified
January _____	685	687	21,087	3,942	25,029
February _____	267	341	21,108	3,995	25,103
March _____	340	267	20,960	4,073	25,033
April _____	325	339	20,869	4,178	25,047
May _____	438	435	20,814	4,230	25,044
June _____	751	711	20,748	4,256	25,004
<b>TOTAL</b>	<b>2,806</b>	<b>2,780</b>			

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

This issue is -% or 1 copy 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 FUNCTION: Corporate and Administrative Personnel, Engineering Management, Operating Management Personnel, Production, Purchasing, Other Functions, Functions Not Available and Company Copies
<b>ORIGINAL EQUIPMENT MANUFACTURERS:</b>					
Manufacturers of Mobile On and Off-Highway and Marine Equipment Includes Construction Mining, Forestry, Agricultural, Lawn & Garden/ Turf Maintenance Equipment; Trucks, Automobiles, Buses and Recreational Vehicles; Material Handling or Ground Support Equipment, Special Purpose Vehicles and Military Contractors; and Pleasure or Commercial Boat Builders _____	7,225	28.9	6,026	1,199	7,225
Stationary Equipment Manufactures Includes Generator sets, Welder, Pump, Refrigeration, Compressor, Oilfield and Stationary Packages; Military or Commercial, Hydraulic System Packages, Body and Attachment Manufactures _____	2,039	8.1	1,746	293	2,039
Manufacturers of Diesel, Gasoline, Natural Gas, Alternative Engines; Engine Marinizers _____	1,701	6.8	1,327	374	1,701
Manufacturers of Driveline, Hydraulic or Engine-Related Components, Instruments, Controls or other Accessories Also includes Testing, Production and Service Equipment or Tooling; Fuels, Lubricants, Additives or Materials _____	3,674	14.7	2,811	863	3,674
<b>SUB-TOTAL: Original Equipment Manufacturers</b>	<b>14,639</b>	<b>58.5</b>	<b>11,910</b>	<b>2,729</b>	<b>14,639</b>
<b>SYSTEM INTEGRATORS, DISTRIBUTION, SERVICES:</b>					
Equipment Distributors, Dealers or Rental Yards _____	2,202	8.8	1,964	238	2,202
Engine Distributors/Dealers and Distributors of Hydraulic and Powertrain Components; System Integrators _____	1,618	6.5	1,364	254	1,618
Engine or Component Rebuild/Service Facilities _____	1,011	4.0	904	107	1,011
<b>SUB-TOTAL: System Integrators, Distribution, Services</b>	<b>4,831</b>	<b>19.3</b>	<b>4,232</b>	<b>599</b>	<b>4,831</b>
<b>END USERS/FLEET OPERATORS:</b>					
<b>On Highway:</b>					
City, County, State, Federal and Municipal Fleets _____	992	3.9	872	120	992
<b>Off-Highway:</b>					
Construction, Mining, Agricultural, Forestry or Marine Fleet/Railroads _____	1,371	5.5	1,282	89	1,371
Power Generation or Oil & Gas System Operators _____	303	1.2	243	60	303
<b>SUB-TOTAL: Operating Companies On and Off-Highway</b>	<b>2,666</b>	<b>10.6</b>	<b>2,397</b>	<b>269</b>	<b>2,666</b>
<b>OTHERS:</b>					
Consulting Engineers, Electrical & Mechanical Contractors/Naval Architects _____	1,740	6.9	1,349	391	1,740
Government/Military Regulatory Procurement or Operating Groups; Research Organizations; Technical Libraries Also includes All Others Allied to the Field _____	1,168	4.7	926	242	1,168
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>25,044</b>	<b>100.0</b>	<b>20,814</b>	<b>4,230</b>	<b>25,044</b>
<b>PERCENT</b>	<b>100.0</b>		<b>83.1</b>	<b>16.9</b>	<b>100.0</b>

**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 Years	3 Years				
I. Direct Request: _____	15,657	4,319	3,201	18,947	4,230	23,177	92.5
II. Request from recipient's company: _____	-	-	-	-	-	-	-
III. Membership Benefit: _____	-	-	-	-	-	-	-
IV. Communication from recipient or recipient's company (other than request): _____	25	-	-	25	-	25	0.1
V. <b>TOTAL</b> - Sources other than above (listed alphabetically): _____	957	590	295	1,842	-	1,842	7.4
*Association rosters and directories _____	625	357	-	982	-	982	3.9
Business directories _____	-	-	-	-	-	-	-
Manufacturer's, distributor's, and wholesaler's lists _____	-	-	-	-	-	-	-
*Other sources _____	332	233	295	860	-	860	3.5
VI. Single Copy Sales: _____	-	-	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>16,639</b>	<b>4,909</b>	<b>3,496</b>	<b>20,814</b>	<b>4,230</b>	<b>25,044</b>	<b>100.0</b>
<b>PERCENT</b>	<b>66.4</b>	<b>19.6</b>	<b>14.0</b>	<b>83.1</b>	<b>16.9</b>	<b>100.0</b>	

\*See Additional Data

**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 _____	20,484	4,230	24,714	98.7
Individuals by name only _____	233	-	233	0.9
Titles or functions only _____	31	-	31	0.1
Company names only _____	25	-	25	0.1
Multi-Copy Same Addressee copies _____	41	-	41	0.2
Single Copy Sales _____	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>20,814</b>	<b>4,230</b>	<b>25,044</b>	<b>100.0</b>

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

State	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent	State	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
Maine _____	78	6	84		Kentucky _____	189	32	221	
New Hampshire _____	76	9	85		Tennessee _____	282	65	347	
Vermont _____	31	5	36		Alabama _____	149	22	171	
Massachusetts _____	258	40	298		Mississippi _____	83	13	96	
Rhode Island _____	28	3	31		<b>EAST SO. CENTRAL</b>	<b>703</b>	<b>132</b>	<b>835</b>	<b>3.3</b>
Connecticut _____	214	39	253		Arkansas _____	65	7	72	
<b>NEW ENGLAND</b>	<b>685</b>	<b>102</b>	<b>787</b>	<b>3.2</b>	Louisiana _____	167	21	188	
New York _____	595	113	708		Oklahoma _____	237	46	283	
New Jersey _____	451	63	514		Texas _____	939	172	1,111	
Pennsylvania _____	843	119	962		<b>WEST SO. CENTRAL</b>	<b>1,408</b>	<b>246</b>	<b>1,654</b>	<b>6.6</b>
<b>MIDDLE ATLANTIC</b>	<b>1,889</b>	<b>295</b>	<b>2,184</b>	<b>8.7</b>	Montana _____	76	7	83	
Ohio _____	947	158	1,105		Idaho _____	74	8	82	
Indiana _____	807	193	1,000		Wyoming _____	36	5	41	
Illinois _____	1,948	451	2,399		Colorado _____	293	61	354	
Michigan _____	1,404	378	1,782		New Mexico _____	61	3	64	
Wisconsin _____	1,227	267	1,494		Arizona _____	223	46	269	
<b>EAST NO. CENTRAL</b>	<b>6,333</b>	<b>1,447</b>	<b>7,780</b>	<b>31.1</b>	Utah _____	130	19	149	
Minnesota _____	760	150	910		Nevada _____	69	14	83	
Iowa _____	660	176	836		<b>MOUNTAIN</b>	<b>962</b>	<b>163</b>	<b>1,125</b>	<b>4.5</b>
Missouri _____	327	44	371		Alaska _____	64	19	83	
North Dakota _____	104	28	132		Washington _____	399	79	478	
South Dakota _____	83	9	92		Oregon _____	227	55	282	
Nebraska _____	181	22	203		California _____	1,273	243	1,516	
Kansas _____	209	44	253		Hawaii _____	25	5	30	
<b>WEST NO. CENTRAL</b>	<b>2,324</b>	<b>473</b>	<b>2,797</b>	<b>11.2</b>	<b>PACIFIC</b>	<b>1,988</b>	<b>401</b>	<b>2,389</b>	<b>9.5</b>
Delaware _____	33	3	36		<b>UNITED STATES</b>	<b>18,849</b>	<b>3,813</b>	<b>22,662</b>	<b>90.5</b>
Maryland _____	233	46	279		U.S. Territories _____	59	8	67	
Washington, DC _____	22	7	29		Canada _____	1,760	334	2,094	
Virginia _____	361	69	430		Mexico _____	138	73	211	
West Virginia _____	57	4	61		Other International _____	-	-	-	
North Carolina _____	500	119	619		APO/FPO _____	8	2	10	
South Carolina _____	206	35	241		<b>TOTAL QUALIFIED CIRCULATION</b>	<b>20,814</b>	<b>4,230</b>	<b>25,044</b>	<b>100.0</b>
Georgia _____	432	113	545						
Florida _____	713	158	871						
<b>SOUTH ATLANTIC</b>	<b>2,557</b>	<b>554</b>	<b>3,111</b>	<b>12.4</b>					

AVERAGE ANNUAL AUDITED QUALIFIED CIRCULATION AND CURRENT UNAUDITED CIRCULATION STATEMENTS						
6-Month Period Ended:	Audited Data	Audited Data	Audited Data	Audited Data	Audited Data	Circulation Claim
	July - December 2008	January - June 2009	July - December 2009	January - June 2010	July - December 2010	January - June 2011*
Total Audit Average Qualified _____	28,469	27,462	25,414	25,156	25,052	25,043
Qualified Non-Paid Total _____	28,218	27,227	25,187	24,934	24,840	24,843
Print Version Only ___	25,568	24,357	22,216	21,574	21,043	20,731
Digital Version Only _	2,650	2,870	2,971	3,360	3,797	4,112
Qualified Paid Total ___	251	235	227	222	212	200
Print Version Only ___	250	235	227	222	212	200
Digital Version Only _	1	-	-	-	-	-
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: January - 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 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.

##### AVERAGE NON-QUALIFIED CIRCULATION:

Trade Shows			
ISSUE	COPIES	SHOW	2011 DATE
January	400	AG Connect 2011 Atlanta, GA	January 7-10 2011
January	300	World Of Concrete Las Vegas, NV	January 18-21 2011
January	250	Ag Machinery Conf Cedar Rapids, IA	May 2-4 2011
February	100	Ag Machinery Conf Cedar Rapids, IA	May 2-4 2011
March	4,250	ConExpo 2011 Las Vegas, NV	March 22-26 2011
April	250	Offshore Technology Conf Houston, TX	May 2-5 2011
June	1,000	Deere Conf Detroit, MI	October 3-6 2011

##### PARAGRAPH 3b:

Association rosters and directories include 2 sources of circulation for quantities of 357 copies or 1.4% to 625 copies or 2.5%.

Other sources include 9 sources of circulation for quantities of 7 copies or -% to 295 copies or 1.2%.

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_____	20,890	99.8	20,731	99.0	159	0.8
Sponsored Individually Addressed__	-	-	-	-	-	-
Membership Benefit_____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	41	0.2	-	-	41	0.2
Single Copy Sales _____	-	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>20,931</b>	<b>100.0</b>	<b>20,731</b>	<b>99.0</b>	<b>200</b>	<b>1.0</b>

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_____	4,112	100.0	4,112	100.0	-	-
Sponsored Individually Addressed__	-	-	-	-	-	-
Membership Benefit_____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>4,112</b>	<b>100.0</b>	<b>4,112</b>	<b>100.0</b>	<b>-</b>	<b>-</b>

PUBLISHER'S AFFIDAVIT		
We hereby make oath and say that all data set forth in this statement are true.	Date signed	June 15, 2011
Michael J. Osenga, Publisher	State	Wisconsin
Sue Bollwahn, Circulation Manager	County	Waukesha
(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	June 15, 2011
<b>IMPORTANT NOTE:</b>	Type	PD
This unaudited circulation statement has been checked against the previous audit report.	ID Number	D042Y0J1
It will be included in the annual audit made by BPA Worldwide.		