

6 months ended December 31, 2014

Subject to Audit

Instructor

Field Served: Teachers of Kindergarten through 8th grade.

Definition of List Source Recipients: Teachers.

Method of Circulation for Analyzed Nonpaid Circulation: Delivered via USPS.

Published by Scholastic Inc. Frequency: 6 times/year

1. TOTAL AVERAGE PAID, VERIFIED & ANALYZED NONPAID CIRCULATION

Average for the

Statement Rate Above % Above Period % Base (Below) (Below)

Paid, Verified & Analyzed Nonpaid Circulation: (See Par. 6)

Subscriptions:

Paid	87,467	83.7	
Verified			
Total Paid & Verified Subscriptions	87,467	83.7	
Single Copy Sales			_
Total Paid & Verified Circulation	87,467	83.7	None Claimed
Total Analyzed Nonpaid Circulation	17,021	16.3	None Claimed
Total Paid, Verified & Analyzed Nonpaid Circulation	104,488	100.0	None Claimed

2. PRICES

	Suggested	Average Price (2)		
	Retail Prices (1)	Net	Gross (Optional)	
Average Single Copy	N/A			
Subscription	\$14.00			
Average Subscription Price Annualized				
(6 issue frequency)		\$7.68	\$7.74	
Average Subscription Price per Copy		\$1.28	\$1.29	
(4) Feether Otelesses Lee Seel				

(1) For the Statement period

(2) Represents subscriptions for the 12 months ended June 30, 2014.

3. PAID, VERIFIED & ANALYZED NONPAID CIRCULATION BY ISSUE

			Total Paid &		Total Paid &		Total Paid, Verified,
	Paid	Verified	Verified	Single Copy	Verified	Analyzed	& Analyzed
Issue	Subscriptions	Subscriptions	Subscriptions	Sales	Circulation	Nonpaid	Nonpaid
Back To							
School	91,206		91,206		91,206	10,621	101,827
Fall	86,621		86,621		86,621	16,319	102,940
Holiday	84,574		84,574		84,574	24,123	108,697

4. AVERAGE CIRCULATION BY REGIONAL, METRO & DEMOGRAPHIC EDITIONS

None

5. TREND ANALYSIS										
	2010	%	2011	%	2012	%	2013	%	2014	%
Subscriptions:										
Paid	109,596	91.8	109,784	99.2	102,960	99.2	99,289	92.9	89,425	84.8
Verified	177	0.2	616	0.5	492	0.5	N/A		N/A	
Total Paid & Verified Subscriptions	109,773	92.0	110,400	99.7	103,452	99.7	99,289	92.9	89,425	84.8
Single Copy Sales	401	0.3	281	0.3	261	0.3	160	0.1	N/A	
Total Paid & Verified Circulation	110,174	92.3	110,681	100.0	103,713	100.0	99,449	93.0	89,425	84.8
Year Over Year Percent of Change		-19.1		0.5		-6.3		-4.1		-10.1
Total Analyzed Nonpaid Circ.	9,155	7.7	N/A		N/A		7,464	7.0	15,985	15.2
Year Over Year Percent of Change		-62.3								114.2
Total Paid, Verified & Analyzed Nonpaid Circ.	119,329	100.0	110,681	100.0	103,713	100.0	106,913	100.0	105,410	100.0
Year Over Year Percent of Change		-25.7		-7.2		-6.3		3.1		-1.4
Avg. Annualized Subscription Price	\$9.04		\$8.91		\$8.81		\$7.67		\$7.68	

6. SUPPLEMENTAL ANALYSIS OF AVERAGE PAID, VERIFIED & ANALYZED NONPAID 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*	40,527	38.8
Sponsored Sales	46,940	44.9
TOTAL PAID SUBSCRIPTIONS	87,467	83.7
VERIFIED SUBSCRIPTIONS		
TOTAL VERIFIED SUBSCRIPTIONS	-	
TOTAL PAID & VERIFIED SUBSCRIPTIONS	87,467	83.7
SINGLE COPY SALES		
TOTAL SINGLE COPY SALES		
TOTAL PAID & VERIFIED CIRCULATION	87,467	83.7
ANALYZED NONPAID		
List Source	17,021	16.3
TOTAL ANALYZED NONPAID	17,021	16.3
TOTAL PAID, VERIFIED & ANALYZED NONPAID	104,488	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:

None

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 Fall 2014 issue

Total paid & verified circulation of this issue was 1.0% less than the total average paid & verified circulation.

Total analyzed nonpaid circulation of this issue was 4.1% less than the total average analyzed nonpaid circulation

STATE	PAID SUBSCRIP- TIONS	VERIFIED SUBSCRIP- TIONS	TOTAL PAID & VERIFIED SUBSCRIP- TIONS	SINGLE COPY SALES	TOTAL PAID & VERIFIED CIRCULA- TION	ANALYZED NONPAID	TOTAL CIRCULA- TION
Alabama	2,658		2,658		2,658	134	2,792
Arizona	863		863		863		863
Arkansas	623		623		623	210	833
California	2,171		2,171		2,171	2,870	5,041
Colorado	1,118		1,118		1,118	1	1,119
Connecticut	866		866		866	201	1,067
Delaware	297		297		297	42	339
District of Columbia	81		81		81	21	102
Florida	3,769		3,769		3,769	513	4,282
Georgia	2,792		2,792		2,792	208	3,000
Idaho	356		356		356		356
Illinois	3,461		3,461		3,461	1,078	4,539
Indiana	2,006		2,006		2,006	438	2,444
lowa	1.877		1.877		1,877	421	2,298
Kansas	1,633		1,633		1,633	205	1,838
Kentucky	3,606		3,606		3,606	166	3,772
Louisiana	766		766		766	260	1,026
Maine	474		474		474	122	596
Maryland	1,140		1,140		1,140	251	1,391
Massachusetts	1,493		1,493		1,493	498	1,991
Michigan	2,130		2,130		2,130	674	2,804
Minnesota	6,531		6,531		6,531	582	7,113
Mississippi	1,228		1,228		1,228	102	1,330
Missouri	2,795		2,795		2,795	319	3,114
Montana	617		617		617	93	710
Nebraska	1,786		1,786		1,786	206	1,992
Nevada	665		665		665		665
New Hampshire	366		366		366	103	469
New Jersey	2,215		2,215		2,215	595	2,810
New Mexico	489		489		489	1	490
New York	3,032		3,032		3,032	1,802	4,834
North Carolina	3,584		3,584		3,584	256	3,840
North Dakota	1,208		1,208		1,208	233	1,441

STATE	PAID SUBSCRIP- TIONS	VERIFIED SUBSCRIP- TIONS	TOTAL PAID & VERIFIED SUBSCRIP- TIONS	SINGLE COPY SALES	TOTAL PAID & VERIFIED CIRCULA- TION	ANALYZED NONPAID	TOTAL CIRCULA- TION
Ohio	3,094		3,094		3,094	621	3,715
Oklahoma	897		897		897	199	1,096
Oregon	1,098		1,098		1,098		1,098
Pennsylvania	3,309		3,309		3,309	1,110	4,419
Rhode Island	156		156		156	60	216
South Carolina	855		855		855	145	1,000
South Dakota	759		759		759	123	882
Tennessee	4,663		4,663		4,663	166	4,829
Texas	2,922		2,922		2,922	1	2,923
Utah	747		747		747	40	747
Vermont	221		221		221	42	263
Virginia	2,604		2,604		2,604	362	2,966
Washington	2,170		2,170		2,170	470	2,170
West Virginia Wisconsin	304		304		304	170 678	474
Wyoming	2,180 325		2,180 325		2,180 325	0/0	2,858 325
, ,	323		323		323		323
TOTAL 48 CONTER-							
MINOUS STATES	85,000		85,000		85,000	16,282	101,282
Alaska	303		303		303		303
Hawaii	1,082		1,082		1,082	1	1,083
TOTAL ALASKA			,				
& HAWAII U.S. Unclassified	1,385		1,385		1,385	1	1,386
TOTAL UNITED STATES	86,385		86,385		86,385	16,283	102,668
Poss. & Other Areas	80		80		80	10,200	80
U.S. & POSS., etc.	86,465		86,465		86,465	16,283	102,748
Canada	7		7		7	-,	7
International Other Unclassified Military or Civilian	75		75		75	36	111
Personnel Overseas	74		74		74		74
GRAND TOTAL	86.621		86.621		86.621	16.319	102.940

8. ANALYSIS OF TOTAL NEW AND RENEWAL PAID INDIVIDUAL SUBSCRIPTIONS

Total gross subscriptions (new and renewal) sold in the six month period ended December 31, 2014

A. DURATION		%
(a) One to six months (1 to 3 issues)	20	0.1
(b) Seven to eleven months (4 to 5 issues)	2	0.0
(c) Twelve months (6 issues)	6,970	56.4
(d) Thirteen to twenty-four months	3,705	30.0
(e) Twenty-five months and more	1,667	13.5
Total Subscriptions Sold in Period	12,364	100.0
B. USE OF PREMIUMS		
(a) Ordered without premium	12,169	98.4
(b) Ordered with material reprinted from branded		
editorial material	None	
(c) Ordered with other premiums, See Par. 9	195	1.6
Total Subscriptions Sold in Period	12,364	100.0

C.CHANNELS (a) Ordered by subscriber action via direct mail, direct mail agents, inserts, online, renewals, catalogs, or		%
other outlets available to the subscribers	11,256	91.0
(b) Ordered by subscribers in response to unsolicited telemarketing and door to door selling	68	0.6
(c) Ordered by subscribers in response to fund-raising programs of schools, churches, and other similar		
organizations	1,040	8.4
(d) Subscriptions as part of membership in an organization	None	
Total Subscriptions Sold in Period	12,364	100.0

9. EXPLANATORY

- (a) Suggested Retail Prices: Subscriptions: U.S., 2 yrs. \$28.00; 3 yrs. \$42.00. Canada, 1 yr. \$24.95. International, 1 yr. \$27.95.
- (b) Average nonanalyzed nonpaid circulation for the 6 month period: 676 copies per issue.
- (c) Post expiration copies: None.
- (d) Sponsored Subscription Sales: The average of 46,940 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.
- (e) List Source, averaging 17,021 copies per issue, shown in Par. 6 and included in Par. 1, represents names obtained from the nonpaid lists of Red Apple Teachers.
- (f) Use of Premiums: A tote bag, a briefcase, Scholastic Book Club Bonus Points, or an activity book, with no advertised or stated values, were offered with some subscriptions.

10. VARIANCE

Latest released Audit Report for 12 months ended June 30, 2014; 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)	Rate Base (Analyzed Nonpaid)	Audit Report (Analyzed Nonpaid)	Publisher's Statements (Analyzed Nonpaid)	Difference (Analyzed Nonpaid)	Percentage of Difference (Analyzed Nonpaid)
06-30-14	None Claimed	93,330	93,330			None Claimed	14,938	14,938		
06-30-13	None Claimed	102,580	102,580							
06-30-12	None Claimed	105,277	105,277							
06-30-11	None Claimed	115,171	115,171							
06-30-10	None Claimed	123,989	115,362	8,627	7.5	None Claimed	9,760	18,914	-9,154	-48.4
Audit Period Ended 06-30-14	Rate Base (Combined) None Claimed	Audit Report (Combined) 108.268	Publisher's Statements (Combined) 108,268	Difference (Combined)	Percentage of Difference (Combined)					
06-30-10	None Claimed	133,749	134,276	-527	-0.4					

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 Alliance for Audited Media's Bylaws and Rules.

Parent Company: Scholastic, Inc.

INSTRUCTOR, published by Scholastic Inc. • 557 Broadway • New York, NY 10012-3999

DANIELLE MIRSKY JAMES ENGEL Date Signed: February 2, 2015

VP, Marketing VP/Publisher

04-0515-0	Analyzed Issue Date Analyzed Issue Text (for double month issue date) Average Single Copy Price	09/01/14
	Association Subscription Price	44.00
	U.S. Subscription Price	14.00
	Canadian Subscription Price	24.95
	International Subscription Price	27.95