

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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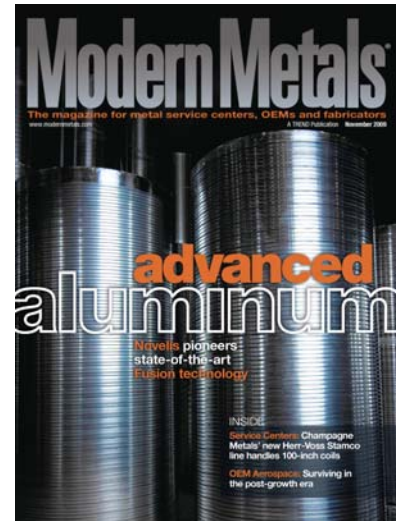
A not-for-profit organization since 1931, BPA Worldwide is governed by a tripartite board comprising media owners, advertising agencies and advertisers. Spanning 25 countries, BPA serves more than 2,000 B-to-B publications and 500 consumer magazines, plus newspapers, events, Web sites, email newsletters, databases, wireless and other advertiser-supported media-as well as more than 2,600 advertiser and agency members.

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Modern Metals®

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Issues per Year: 11



FIELD SERVED

MODERN METALS serves industries defined in Paragraph 3a.

DEFINITION OF RECIPIENT QUALIFICATION

Qualified recipients are Corporate Officials, President, Owner, Vice President, General Manager, Treasurer- Secretary, Controller, Chief Engineer, Plant Manager, Production Superintendent, Department Managers, Chief Metallurgist, Chief Chemist, Engineers, Metallurgists, Designers, Production Men, Chemists, Supervisors, Foremen, Purchasing and Sales Personnel and others allied to the field.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation _____	182
Advertiser and Agency _____	1,047
Rotated or Occasional _____	-
Allocated for Trade Shows and Conventions _____	108
Digital _____	-
All Other _____	744
TOTAL	2,081

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	34,306	100.0	34,306	100.0	-	-
Sponsored Individually Addressed ____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	34,306	100.0	34,306	100.0	-	-

2. QUALIFIED CIRCULATION BY ISSUES WITH REMOVALS AND ADDITIONS FOR PERIOD											
2009 Issue	Number Removed	Number Added	Qualified Non-Paid	Qualified Paid	Total Qualified	2009 Issue	Number Removed	Number Added	Qualified Non-Paid	Qualified Paid	Total Qualified
July _____	754	754			34,306	October _____	711	711			34,306
August _____	1,520	1,520			34,306	November _____	1,537	1,537			34,306
September _____	1,981	1,981			34,306	December _____	94	94			34,306
						TOTAL	6,597	6,597			

3a. BUSINESS/OCCUPATION BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF NOVEMBER 2009
 This issue is equal to the average of the other 5 issues reported in Paragraph two.

BUSINESS AND INDUSTRY	TOTAL QUALIFIED	PERCENT OF TOTAL	JOB TITLE					EMPLOYEE SIZE							
			Corporate Officials, President- Owner, Vice President- General Manager, Treasury-Secretary, Controller	Chief Engineer, Plant Manager, Production Superintendent, Department Managers, Chief Metallurgist, Chief Chemist	Engineers, Metallurgists, Designers, Production Men, Chemists, Supervisors, Foremen	Purchasing and Sales Personnel	Other Titled Personnel	0/19	20/49	50/99	100/249	250/499	500+	Unknown	
FABRICATED METAL PRODUCTS															
Metal Cans and Shipping Containers _____	248	0.7	135	66	25	22	-	86	49	31	54	18	10	-	
Cutlery, hand tools, general hardware _____	444	1.3	253	110	39	42	-	224	73	52	55	23	17	-	
Heating equipment and plumbing fixtures _____	605	1.8	279	200	57	69	-	291	116	59	80	25	34	-	
Fabricated structural metal products _____	3,321	9.7	2,122	646	270	283	-	1,648	702	387	351	130	103	-	
Screw machine products (Bolts, nuts, screws, rivets and washers) _____	373	1.1	219	84	35	35	-	183	67	45	49	20	9	-	
Metal forgings and stampings _____	939	2.7	533	208	100	98	-	340	184	167	149	52	47	-	
Coating engraving and allied services _____	693	2.0	536	106	23	28	-	459	112	61	45	9	7	-	
Ordnance and Accessories _____	108	0.3	52	27	20	9	-	40	22	11	13	11	11	-	
Miscellaneous fabricated metal products _____	2,831	8.3	1,751	502	280	298	-	1,402	561	313	295	152	108	-	
Sub-Total FABRICATED METAL PRODUCTS	9,562	27.9	5,880	1,949	849	884	-	4,673	1,886	1,126	1,091	440	346	-	
MACHINERY, EXCEPT ELECTRICAL															
Engines and turbines _____	242	0.7	118	54	47	23	-	94	33	28	41	10	36	-	
Farm/garden machinery and equipment _____	322	0.9	181	81	40	20	-	129	51	41	42	25	34	-	
Construction, mining, materials handling machinery and equipment _____	746	2.2	406	181	90	69	-	267	162	111	110	47	49	-	
Metal working machinery and equipment _____	850	2.5	489	158	110	93	-	403	175	90	102	47	33	-	
Special industry machinery _____	969	2.8	534	206	147	82	-	379	231	133	118	55	53	-	
General industrial machinery and equipment _____	1,165	3.4	782	204	111	68	-	613	261	107	119	34	31	-	
Computer and office equipment _____	147	0.4	89	26	22	10	-	56	26	15	19	10	21	-	
Refrigeration and service industry machinery _____	114	0.3	56	24	23	11	-	42	20	16	15	11	10	-	
Miscellaneous industrial & commercial machinery and equipment _____	689	2.0	428	119	84	58	-	363	136	67	71	28	24	-	
Sub-Total MACHINERY, EXCEPT ELECTRICAL	5,244	15.3	3,083	1,053	674	434	-	2,346	1,095	608	637	267	291	-	
ELECTRIC AND ELECTRONIC EQUIPMENT															
Electric transmission and distribution equipment _____	172	0.5	71	48	40	13	-	46	24	24	35	10	33	-	
Electrical industrial apparatus _____	245	0.7	101	61	60	23	-	80	48	22	44	24	27	-	
Household appliances _____	150	0.4	75	40	24	11	-	44	30	20	19	14	23	-	
Electric lighting and wiring equipment _____	292	0.9	165	67	35	25	-	95	69	39	38	29	22	-	
Household audio & video and audio recordings _____	70	0.2	40	20	7	3	-	23	14	16	8	4	5	-	
Communications equipment _____	153	0.4	83	35	28	7	-	51	23	23	32	14	10	-	
Electronic components and accessories _____	353	1.0	175	78	78	22	-	107	71	46	63	31	35	-	
Miscellaneous electrical machinery, equipment and supplies _____	308	0.9	154	61	56	37	-	120	59	38	50	20	21	-	
Sub-Total ELECTRIC AND ELECTRONIC EQUIPMENT	1,743	5.1	864	410	328	141	-	566	338	228	289	146	176	-	
TRANSPORTATION EQUIPMENT															
Motor vehicles & motor vehicle equipment _____	712	2.1	369	150	120	73	-	267	116	87	93	61	88	-	
Aircraft and parts _____	382	1.1	179	78	97	28	-	112	52	46	62	33	77	-	
Ship/boat building and repairing _____	170	0.5	114	30	16	10	-	83	29	12	14	11	21	-	
Railroad equipment _____	72	0.2	34	18	12	8	-	25	13	12	7	4	11	-	
Motorcycles, bicycles, and parts _____	66	0.2	49	5	7	5	-	33	20	2	5	2	4	-	
Guided missiles and space vehicles and parts _____	47	0.1	21	13	11	2	-	13	11	2	5	4	12	-	
Miscellaneous transportation equipment _____	240	0.7	103	55	40	42	-	83	43	35	37	22	20	-	
Sub-Total TRANSPORTATION EQUIPMENT	1,689	4.9	869	349	303	168	-	616	284	196	223	137	233	-	
OEM/END USERS AND FABRICATORS TOTAL	18,238	53.2	10,696	3,761	2,154	1,627	-	8,201	3,603	2,158	2,240	990	1,046	-	
Metals service centers and offices _____	16,068	46.8	9,498	3,325	387	2,858	-	8,673	3,721	1,978	1,127	310	259	-	
OTHER _____	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
TOTAL QUALIFIED CIRCULATION	34,306	100.0	20,194	7,086	2,541	4,485	-	16,874	7,324	4,136	3,367	1,300	1,305	-	
PERCENT	100.0		58.9	20.6	7.4	13.1	-	49.2	21.3	12.1	9.8	3.8	3.8	-	

3b. QUALIFICATION SOURCE BREAKOUT OF NON-PAID CIRCULATION FOR ISSUE OF NOVEMBER 2009							
QUALIFICATION SOURCE	Qualified Within			Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
	1 Year	2 Years	3 Years				
I. Direct Request: _____	27,558	6,081	-			33,639	98.1
II. Request from recipient's company: _____	251	416	-			667	1.9
III. Membership Benefit: _____	-	-	-			-	-
IV. Communication from recipient or recipient's company (other than request): _____	-	-	-			-	-
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: _____	-	-	-			-	-
TOTAL QUALIFIED CIRCULATION	27,809	6,497	-			34,306	100.0
PERCENT	81.1	18.9	-			100.0	

3c. MAILING ADDRESS BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF NOVEMBER 2009				
MAILING ADDRESS	Qualified Non-Paid	Qualified Paid	Total Qualified	Percent
Individuals by name and title and/or function _____			34,306	100.0
Individuals by name only _____			-	-
Titles or functions only _____			-	-
Company names only _____			-	-
Multi-Copy Same Addressee copies _____			-	-
Single Copy Sales _____			-	-
TOTAL QUALIFIED CIRCULATION			34,306	100.0

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF NOVEMBER 2009					
State & Zip Code	Total Qualified	Percent	State & Zip Code	Total Qualified	Percent
039-049 Maine _____	113		400-427 Kentucky _____	256	
030-038 New Hampshire _____	173		370-385 Tennessee _____	680	
050-059 Vermont _____	59		350-369 Alabama _____	942	
010-027 Massachusetts _____	544		386-397 Mississippi _____	262	
028-029 Rhode Island _____	128		EAST SO. CENTRAL	2,140	6.2
060-069 Connecticut _____	753		716-729 Arkansas _____	410	
NEW ENGLAND	1,770	5.2	700-714 Louisiana _____	393	
100-149 New York _____	1,615		730-749 Oklahoma _____	598	
070-089 New Jersey _____	878		750-799 Texas _____	2,642	
150-196 Pennsylvania _____	1,997		WEST SO. CENTRAL	4,043	11.8
MIDDLE ATLANTIC	4,490	13.1	590-599 Montana _____	123	
430-459 Ohio _____	1,798		832-838 Idaho _____	177	
460-479 Indiana _____	700		820-831 Wyoming _____	76	
600-629 Illinois _____	2,641		800-816 Colorado _____	577	
480-499 Michigan _____	1,181		870-884 New Mexico _____	118	
530-549 Wisconsin _____	1,188		850-865 Arizona _____	489	
EAST NO. CENTRAL	7,508	21.9	840-847 Utah _____	278	
550-567 Minnesota _____	779		889-898 Nevada _____	159	
500-528 Iowa _____	416		MOUNTAIN	1,997	5.8
630-658 Missouri _____	857		995-999 Alaska _____	77	
580-588 North Dakota _____	61		980-994 Washington _____	545	
570-577 South Dakota _____	73		970-979 Oregon _____	448	
680-693 Nebraska _____	208		900-961 California _____	3,646	
660-679 Kansas _____	344		967-968 Hawaii _____	38	
WEST NO. CENTRAL	2,738	8.0	PACIFIC	4,754	13.9
197-199 Delaware _____	61		UNITED STATES	33,743	98.4
206-219 Maryland _____	237		969 & 004-009 U.S. Territories _____	34	
200-205 Washington, DC _____	6		Canada _____	454	
220-246 Virginia _____	399		Mexico _____	74	
247-268 West Virginia _____	151		Other International _____	-	
270-289 North Carolina _____	667		APO/FPO _____	1	
290-299 South Carolina _____	336		TOTAL QUALIFIED CIRCULATION	34,306	100.0
300-319 Georgia _____	817				
320-349 Florida _____	1,629				
SOUTH ATLANTIC	4,303	12.5			

7. 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
	2006	2007	January - June 2008	July - December 2008	January - June 2009	July - December 2009*
Total Audit Average Qualified: _____	34,684	34,905	34,913	34,912	34,791	34,306
Qualified Non-Paid: ___	34,684	34,905	34,913	34,912	34,791	34,306
Qualified Paid: _____	-	-	-	-	-	-
Post Expire Copies included in Paid Circulation: _____	**NC	**NC	**NC	**NC	**NC	**NC
Average Annual Order Price: _____	**NC	**NC	**NC	**NC	**NC	**NC

***NOTE: July-December 2009 data is unaudited. With each successive period, new data will be added until six 6-month periods are displayed.**

**NC = None Claimed.

8. PAID CIRCULATION DATA

**NC	Average Annual Subscription Order Price for the Period. (includes promotional incentive value, if any)
11	Issues Per Year
**NC	All Single Copy Sales Prices for the Period
**NC	Renewal Rate of Paid Subscribers (Optional)

9. ADDITIONAL DATA:

PARAGRAPHS 5 AND 6 ARE NOT REQUIRED.

PUBLISHER'S AFFIDAVIT

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

Michael D'Alexander, VP/Publisher

Tim Hammack, Circulation 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 January 8, 2010

State Illinois

County Cook

Received by BPA Worldwide January 8, 2010

Type PJ

ID Number M105P0D9