

**BUSINESS PUBLICATION CIRCULATION STATEMENT  
FOR THE 6 MONTH PERIOD ENDED JUNE 2010**

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.

Two Corporate Drive, Ninth Floor  
Shelton, CT USA 06484-6259  
Phone: +1 203.447.2800  
Fax: +1 203.447.2900  
[www.bpaww.com](http://www.bpaww.com)

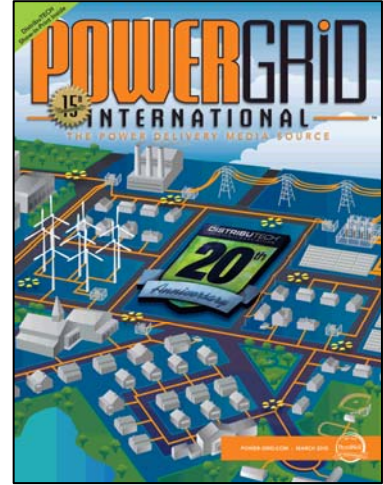
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Pennwell Corporation  
1421 S. Sheridan  
Tulsa, OK 74112  
Tel: (918) 835-3161  
Fax: (918) 831-9497  
[www.power-grid.com](http://www.power-grid.com)

Official Publication of: None  
Established: 1996  
Issues Per Year: 12



**FIELD SERVED**

POWERGRID International serves electric and gas utilities worldwide. This includes electric utilities; water utility/ system; electric/ gas utility; gas utility; manufacturer/ vendor; rural electric membership coop(REMC);consultant, consulting engineer; federal power agency; energy end-user; energy service company; energy service provider; municipal utility/public power; electric/water utility and others allied to the field.

**DEFINITION OF RECIPIENT QUALIFICATION**

Qualified recipients are involved in Exec/General management (includes Commissioner, Director, etc), Engineering Management/supervision; engineering (including planning, design, systems), Operations management/supervision; operations maintenance (includes construction); management information systems/services; research & development and other functions and functions not specified.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation _____	18
Advertiser and Agency _____	1,026
Rotated or Occasional _____	-
Allocated for Trade Shows and Conventions _____	1,856
Digital _____	-
All Other _____	1,118
<b>TOTAL</b>	<b>4,018</b>

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	39,543	100.0	39,543	100.0	-	-
Sponsored Individually Addressed ____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>39,543</b>	<b>100.0</b>	<b>39,543</b>	<b>100.0</b>	<b>-</b>	<b>-</b>

2. QUALIFIED CIRCULATION BY ISSUES FOR PERIOD					
2010 Issue	Number Removed	Number Added	Print Version Only (A)	Digital Version Only (B)	Total Qualified
January _____	146	130	26,617	12,031	38,648
February _____	64	123	26,574	12,133	38,707
March _____	605	934	26,537	12,499	39,036
April _____	1,928	3,726	27,242	13,592	40,834
May _____	7,365	6,531	25,266	14,734	40,000
June _____	5	42	25,271	14,766	40,037
<b>TOTAL</b>	<b>10,113</b>	<b>11,486</b>			

**3a. BUSINESS/OCCUPATION BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2010**

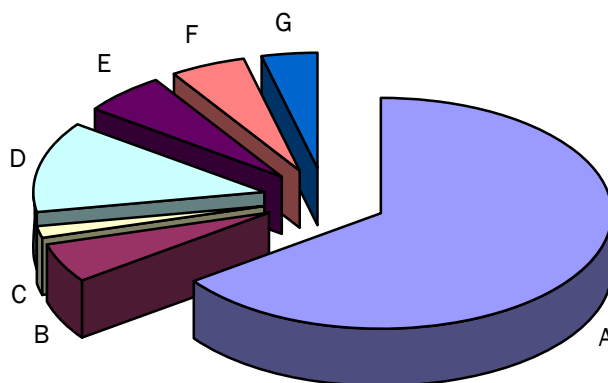
This issue is 1.4% or 548 copies above the average of the other 5 issues reported in Paragraph two.

BUSINESS AND INDUSTRY	TOTAL QUALIFIED	PERCENT OF TOTAL	Print Version Only (A)	Digital Version Only (B)	CLASSIFICATION BY TITLE/JOB FUNCTION				
					Exec/General/Mgmt (incl Commissioner, Director, etc)	Engineering Mgmt/Supv incl. Planning, Design, Systems	Operations Mgmt/Supv/Maintenance (includes construction)	Management Information Systems/ Services	Research & Development, Other Functions & Functions Not Specified
*Electric Utility (See Note 1) _____	25,974	64.9	18,618	7,356	3,909	8,239	11,508	1,209	1,109
Water Utility/System _____	2,293	5.7	1,787	506	572	248	1,357	45	71
Gas Utility _____	693	1.7	461	232	192	167	263	23	48
Consultant, Consulting Engineer _____	5,113	12.8	2,135	2,978	1,091	2,520	753	264	485
Energy Svc Co./Energy Svc Provider _____	2,262	5.7	1,043	1,219	734	631	623	86	188
Manufacturer/Vendor _____	2,113	5.3	608	1,505	511	661	400	86	455
Others allied to the field _____	1,552	3.9	614	938	214	326	331	77	604
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>40,000</b>	<b>100.0</b>	<b>25,266</b>	<b>14,734</b>	<b>7,223</b>	<b>12,792</b>	<b>15,235</b>	<b>1,790</b>	<b>2,960</b>
<b>PERCENT</b>	<b>100.0</b>		<b>63.2</b>	<b>36.8</b>	<b>18.0</b>	<b>32.0</b>	<b>38.1</b>	<b>4.5</b>	<b>7.4</b>

Note 1: Electric utility includes electric utility, electric/gas utility, rural electric membership corporation (REMC), federal power agencies, municipal utility/public power, electric/water utility

**3a. Breakout of Qualified Circulation of Business and Industry**

BUSINESS AND INDUSTRY	TOTAL QUALIFIED	PERCENT OF TOTAL
A Electric Utility (See Note 1) _____	25,974	64.9
B Water Utility/System _____	2,293	5.7
C Gas Utility _____	693	1.7
D Consultant, Consulting Engineer _____	5,113	12.8
E Energy Svc Co./ Energy Svc Provider _____	2,262	5.7
F Manufacturer/Vendor _____	2,113	5.3
G Others allied to the field _____	1,552	3.9



**3b. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2010**

QUALIFICATION SOURCE	Qualified Within			Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
	1 Year	2 Years	3 Years				
I. Direct Request: _____	34,016	5,984	-	25,266	14,734	40,000	100.0
II. Request from recipient's company: _____	-	-	-	-	-	-	-
III. Membership Benefit: _____	-	-	-	-	-	-	-
IV. Communication from recipient or recipient's company (other than request): _____	-	-	-	-	-	-	-
V. <b>TOTAL</b> - 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: _____	-	-	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>34,016</b>	<b>5,984</b>	<b>-</b>	<b>25,266</b>	<b>14,734</b>	<b>40,000</b>	<b>100.0</b>
<b>PERCENT</b>	<b>85.0</b>	<b>15.0</b>	<b>-</b>	<b>63.2</b>	<b>36.8</b>	<b>100.0</b>	

**3c. MAILING ADDRESS BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2010**

MAILING ADDRESS	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
Individuals by name and title and/or function _____	25,266	14,734	40,000	100.0
Individuals by name only _____	-	-	-	-
Titles or functions only _____	-	-	-	-
Company names only _____	-	-	-	-
Multi-Copy Same Addressee copies _____	-	-	-	-
Single Copy Sales _____	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>25,266</b>	<b>14,734</b>	<b>40,000</b>	<b>100.0</b>

**4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2010**

State & Zip Code	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent	State & Zip Code	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
039-049 Maine _____	149	51	200		400-427 Kentucky _____	427	130	557	
030-038 New Hampshire _____	134	54	188		370-385 Tennessee _____	617	204	821	
050-059 Vermont _____	93	32	125		350-369 Alabama _____	534	173	707	
010-027 Massachusetts _____	586	170	756		386-397 Mississippi _____	256	68	324	
028-029 Rhode Island _____	44	17	61		<b>EAST SO. CENTRAL</b>	<b>1,834</b>	<b>575</b>	<b>2,409</b>	<b>6.0</b>
060-069 Connecticut _____	289	77	366		716-729 Arkansas _____	230	60	290	
<b>NEW ENGLAND</b>	<b>1,295</b>	<b>401</b>	<b>1,696</b>	<b>4.2</b>	700-714 Louisiana _____	398	107	505	
100-149 New York _____	1,274	389	1,663		730-749 Oklahoma _____	392	132	524	
070-089 New Jersey _____	483	172	655		750-799 Texas _____	1,666	626	2,292	
150-196 Pennsylvania _____	1,175	339	1,514		<b>WEST SO. CENTRAL</b>	<b>2,686</b>	<b>925</b>	<b>3,611</b>	<b>9.0</b>
<b>MIDDLE ATLANTIC</b>	<b>2,932</b>	<b>900</b>	<b>3,832</b>	<b>9.6</b>	590-599 Montana _____	130	37	167	
430-459 Ohio _____	1,115	320	1,435		832-838 Idaho _____	149	46	195	
460-479 Indiana _____	660	188	848		820-831 Wyoming _____	85	20	105	
600-629 Illinois _____	984	288	1,272		800-816 Colorado _____	461	206	667	
480-499 Michigan _____	741	276	1,017		870-884 New Mexico _____	131	64	195	
530-549 Wisconsin _____	710	201	911		850-865 Arizona _____	357	186	543	
<b>EAST NO. CENTRAL</b>	<b>4,210</b>	<b>1,273</b>	<b>5,483</b>	<b>13.7</b>	840-847 Utah _____	193	65	258	
550-567 Minnesota _____	626	203	829		889-898 Nevada _____	151	58	209	
500-528 Iowa _____	525	147	672		<b>MOUNTAIN</b>	<b>1,657</b>	<b>682</b>	<b>2,339</b>	<b>5.9</b>
630-658 Missouri _____	749	231	980		995-999 Alaska _____	21	10	31	
580-588 North Dakota _____	182	46	228		980-994 Washington _____	508	215	723	
570-577 South Dakota _____	153	20	173		970-979 Oregon _____	288	116	404	
680-693 Nebraska _____	449	145	594		900-961 California _____	1,709	711	2,420	
660-679 Kansas _____	414	129	543		967-968 Hawaii _____	22	8	30	
<b>WEST NO. CENTRAL</b>	<b>3,098</b>	<b>921</b>	<b>4,019</b>	<b>10.1</b>	<b>PACIFIC</b>	<b>2,548</b>	<b>1,060</b>	<b>3,608</b>	<b>9.0</b>
197-199 Delaware _____	100	26	126		<b>UNITED STATES</b>	<b>24,548</b>	<b>8,343</b>	<b>32,891</b>	<b>82.2</b>
206-219 Maryland _____	347	109	456		969 & 004-009 U.S. Territories _____	45	25	70	
200-205 Washington, DC _____	95	39	134		Canada _____	669	370	1,039	
220-246 Virginia _____	527	217	744		Mexico _____	4	118	122	
247-268 West Virginia _____	178	32	210		Other International _____	-	5,878	5,878	
270-289 North Carolina _____	770	301	1,071		APO/FPO _____	-	-	-	
290-299 South Carolina _____	385	130	515		<b>TOTAL QUALIFIED CIRCULATION</b>	<b>25,266</b>	<b>14,734</b>	<b>40,000</b>	<b>100.0</b>
300-319 Georgia _____	661	247	908						
320-349 Florida _____	1,225	505	1,730						
<b>SOUTH ATLANTIC</b>	<b>4,288</b>	<b>1,606</b>	<b>5,894</b>	<b>14.7</b>					

**4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE OF MAY 2010**

Region	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent	Region	Print Version Only (A)	Digital Version Only (B)	Total Qualified	Percent
<b>ASIA</b>					Liechtenstein	-	1	1	
Afghanistan	-	1	1		Lithuania	-	12	12	
Armenia	-	5	5		Luxembourg	-	4	4	
Azerbaijan	-	3	3		Macedonia	-	22	22	
Bangladesh	-	45	45		Malta	-	4	4	
Bhutan	-	4	4		Moldova	-	1	1	
Brunei Darussalam	-	7	7		Monaco	-	1	1	
Cambodia	-	2	2		Netherlands	-	65	65	
China	-	92	92		Norway	-	17	17	
Hong Kong - SAR	-	37	37		Poland	-	35	35	
India	-	1,038	1,038		Portugal	-	81	81	
Indonesia	-	129	129		Ireland	-	29	29	
Japan	-	29	29		Romania	-	108	108	
Kazakhstan	-	4	4		Russian Federation	-	60	60	
Korea, Republic Of	-	39	39		Serbia	-	49	49	
Kyrgyzstan	-	1	1		Slovakia	-	7	7	
Laos	-	2	2		Slovenia	-	15	15	
Macao	-	1	1		Spain	-	183	183	
Malaysia	-	239	239		Sweden	-	28	28	
Mongolia	-	6	6		Switzerland	-	41	41	
Myanmar	-	5	5		Turkey	-	86	86	
Nepal	-	19	19		Ukraine	-	19	19	
Pakistan	-	117	117		United Kingdom	-	304	304	
Philippines	-	213	213		unspecified Europe	-	3	3	
Singapore	-	161	161		<b>Subtotal</b>	-	1,921	1,921	4.8
Sri Lanka	-	70	70		<b>AFRICA</b>	-	405	405	1.0
Taiwan	-	37	37		<b>NORTH AMERICA</b>				
Thailand	-	121	121		Canada	669	370	1,039	
Turkmenistan	-	2	2		United States	24,548	8,343	32,891	
Uzbekistan	-	2	2		Mexico	4	118	122	
Vietnam	-	34	34		<b>Subtotal</b>	25,221	8,831	34,052	85.1
unspecified Asia	-	2	2		<b>CARIBBEAN</b>	45	74	119	0.3
<b>Subtotal</b>	-	2,467	2,467	6.2	<b>CENTRAL AMERICA</b>	-	31	31	0.1
<b>MIDDLE EAST</b>	-	104	104	0.3	<b>SOUTH AMERICA</b>				
<b>EUROPE</b>					Argentina	-	128	128	
Albania	-	4	4		Bolivia	-	17	17	
Austria	-	24	24		Brazil	-	166	166	
Belarus	-	2	2		Chile	-	64	64	
Belgium	-	45	45		Colombia	-	116	116	
Bosnia and Herzegovina	-	20	20		Ecuador	-	42	42	
Bulgaria	-	37	37		Guyana	-	4	4	
Croatia	-	34	34		Paraguay	-	7	7	
Cyprus	-	13	13		Peru	-	105	105	
Czech Republic	-	18	18		Suriname	-	6	6	
Denmark	-	19	19		Uruguay	-	16	16	
Estonia	-	6	6		Venezuela	-	61	61	
Faroe Islands	-	1	1		<b>Subtotal</b>	-	732	732	1.8
Finland	-	32	32		<b>ASIA PACIFIC</b>	-	169	169	0.4
France	-	87	87						
Germany	-	132	132		<b>TOTAL QUALIFIED CIRCULATION</b>	<b>25,266</b>	<b>14,734</b>	<b>40,000</b>	<b>100.0</b>
Gibraltar	-	1	1						
Greece	-	69	69						
Hungary	-	15	15						
Iceland	-	12	12						
Italy	-	166	166						
Latvia	-	9	9						

7. 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
	2007	January - June 2008	July - December 2008	January - June 2009	July - December 2009*	January - June 2010*
Total Audit Average Qualified	33,284	35,945	36,010	36,020	37,576	39,543
Qualified Non-Paid Total	33,284	35,945	36,010	36,020	37,576	39,543
Print Version Only	29,978	29,868	28,763	26,885	27,034	26,251
Digital Version Only	3,306	6,077	7,247	9,135	10,542	13,292
Qualified Paid Total	-	-	-	-	-	-
Print Version Only	-	-	-	-	-	-
Digital Version Only	-	-	-	-	-	-
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 2009 – June 2010 data is unaudited. With each successive period, new data will be added until six 6-month periods are displayed.

\*\*NC = None Claimed.

#### 8. 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.

##### CHANGE IN PUBLICATION NAME:

Effective with the September 2009 issue, Utility Automation & Engineering T&D changed its name to POWERGRID International.

Paragraphs 3c and 7 are being reported at the publisher's option.

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 _____	26,251	100.0	26,251	100.0	-	-
Sponsored Individually Addressed ___	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>26,251</b>	<b>100.0</b>	<b>26,251</b>	<b>100.0</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 _____	13,292	100.0	13,292	100.0	-	-
Sponsored Individually Addressed ___	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
<b>TOTAL QUALIFIED CIRCULATION</b>	<b>13,292</b>	<b>100.0</b>	<b>13,292</b>	<b>100.0</b>	-	-

PUBLISHER'S AFFIDAVIT		
We hereby make oath and say that all data set forth in this statement are true.	Date signed	June 28, 2010
Michael Grossman, Publisher	State	Oklahoma
Janet Orton, Audience Development Manager	County	Tulsa
(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 28, 2010
<b>IMPORTANT NOTE:</b>	Type	PJ
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	U044Y0JO