

**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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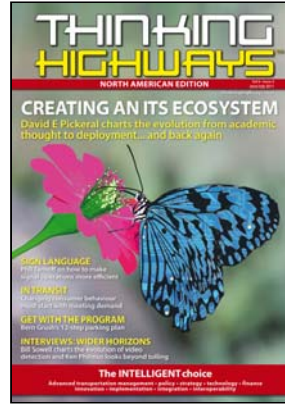
A not-for-profit organization since 1931, BPA Worldwide is governed by a tripartite board comprised of media owners, advertising agencies and advertisers. Headquartered in Shelton, Connecticut, USA, BPA has the largest membership of any media-auditing organization in the world, spanning more than 30 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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THINKING HIGHWAYS

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Official publication of: None
Established 2006
Issues per year: 4



FIELD SERVED

Thinking Highways serves national and international departments of transport, governmental and political organizations, national highway departments and other organizations and companies involved in advanced traffic management and intelligent transport including technology suppliers, local traffic departments, road operators, toll operators, toll authorities, back office suppliers, auto manufacturers, research bodies / universities, consultancies, traffic operation centers, public transport operators, police departments, systems integrators, systems suppliers, OEMs, associations and others allied to the field.

DEFINITION OF RECIPIENT QUALIFICATION

Qualified Recipients include recipients with the functions of Engineering, Operations, Planning, Analyzing, Coordinating, Project Management, Policy Making, Advising, Governmental, Senior Management, Management, Law Enforcement, Marketing, Business Development, Research & Development, Design, Education and other function allied to the field served.

AVERAGE NON-QUALIFIED CIRCULATION	
NON-QUALIFIED Not Included Elsewhere	Copies
Other Paid Circulation _____	-
Advertiser and Agency _____	40
Rotated or Occasional _____	-
Allocated for Trade Shows and Conventions _____	-
Digital _____	-
All Other _____	927
TOTAL	967

1. AVERAGE QUALIFIED CIRCULATION BREAKOUT FOR PERIOD						
QUALIFIED CIRCULATION	Total Qualified		Qualified Non-Paid		Qualified Paid	
	Copies	Percent	Copies	Percent	Copies	Percent
Individual _____	20,234	100.0	20,234	100.0	-	-
Sponsored Individually Addressed _____	-	-	-	-	-	-
Membership Benefit _____	-	-	-	-	-	-
Multi-Copy Same Addressee _____	-	-	-	-	-	-
Single Copy Sales _____	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	20,234	100.0	20,234	100.0	-	-

2. QUALIFIED CIRCULATION BY ISSUES FOR PERIOD			
2011 Issue	Total Qualified	Qualified Circulation by Edition	
		North America	Europe/ROW
Vol 6 No 1 _____	19,998	12,001	7,997
Vol 6 No 2 _____	20,469	12,063	8,406

3a. BUSINESS/OCCUPATIONAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE: VOL 6 NO 2, 2011

This issue is 2.4% or 471 copies above the other issue reported in Paragraph two.

BUSINESS AND INDUSTRY	TOTAL QUALIFIED	PERCENT OF TOTAL	QUALIFIED CIRCULATION BY EDITION		CLASSIFICATION BY FUNCTION									
			North America	Europe/ROW	Business Development/Marketing	Engineering	Governmental/Law Enforcement	Management	Operations, Purchasing, technical	Planning/Analysis/Coordinating	Project Management/Policy Making/Advising	R&D/Design/Education	Senior Management	Other
Thinking Highways serves departments of transport, national highway departments, technology suppliers, local traffic departments, road operators, toll operators, toll authority, back office suppliers, auto manufacturers, research/universities, consultancies, traffic operations centers, public transport operators, police departments, systems integrators, systems supplier, OEM, associations and others. _____	20,469	100.0	12,063	8,406	1,045	4,244	2,537	1,876	679	964	1,857	1,123	3,539	2,605
TOTAL QUALIFIED CIRCULATION	20,469	100.0	12,063	8,406	1,045	4,244	2,537	1,876	679	964	1,857	1,123	3,539	2,605
PERCENT	100.0		58.9	41.1	5.1	20.7	12.4	9.2	3.3	4.7	9.1	5.5	17.3	12.7

3b. QUALIFICATION SOURCE BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE: VOL 6 NO 2, 2011

QUALIFICATION SOURCE	Qualified Within			Total Qualified	Percent	Qualified Circulation by Edition	
	1 year	2 years	3 years			North America	Europe/ROW
I. Direct request: _____	1,478	2,443	836	4,757	23.3	2,017	2,740
II. Request from recipient's company: _____	-	-	-	-	-	-	-
III. Membership Benefit: _____	-	-	-	-	-	-	-
IV. Communication from recipient or recipient's company (other than request): _____	-	1,999	-	1,999	9.8	58	1,941
V. TOTAL - Sources other than above (listed alphabetically): _____	239	13,072	402	13,713	66.9	9,988	3,725
*Association rosters and directories _____	2	939	10	951	4.6	650	301
Business directories _____	-	-	-	-	-	-	-
*Manufacturer's, distributor's and wholesaler's lists _____	8	4,547	134	4,689	22.9	4,686	3
*Other sources _____	229	7,586	258	8,073	39.4	4,652	3,421
VI. TOTAL - Single Copy Sales: _____	-	-	-	-	-	-	-
TOTAL QUALIFIED CIRCULATION	1,717	17,514	1,238	20,469	100.0	12,063	8,406
PERCENT	8.4	85.6	6.0	100.0		58.9	41.1

*See Additional Data

3c. MAILING ADDRESS BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE: VOL 6 NO 2, 2011

MAILING ADDRESS	Total Qualified	Percent	Qualified Circulation by Edition	
			North America	Europe/ROW
Individuals by name and title and/or function _____	15,420	75.4	9,279	6,141
Individuals by name only _____	5,042	24.6	2,784	2,258
Titles or functions only _____	5	-	-	5
Company names only _____	2	-	-	2
Multi-Copy Same Addressee copies _____	-	-	-	-
Single Copy Sales _____	-	-	-	-
TOTAL QUALIFIED CIRCULATION	20,469	100.0	12,063	8,406

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE: VOL 6 NO 2, 2011

Country/Region	Total Qualified	Percent	Qualified Circulation by Edition		Country/Region	Total Qualified	Percent	Qualified Circulation by Edition	
			North America	Europe/ROW				North America	Europe/ROW
ASIA					MIDDLE EAST				
Bangladesh	1		-	1	Bahrain	2		-	2
China	139		-	139	Iran	53		-	53
Hong Kong	38		-	38	Israel	82		-	82
India	123		-	123	Jordan	3		-	3
Indonesia	8		-	8	Kazakhstan	1		-	1
Japan	37		-	37	Kuwait	6		-	6
Korea, South	96		-	96	Lebanon	3		-	3
Malaysia	36		-	36	Oman	4		-	4
Pakistan	10		-	10	Qatar	11		-	11
Philippines	6		-	6	Saudi Arabia	22		-	22
Singapore	42		-	42	Syria	1		-	1
Sri Lanka	1		-	1	Turkey	105		-	105
Taiwan	33		-	33	UAE	88		-	88
Thailand	10		-	10	Total Middle East	381	1.9	-	381
Turkmenistan	1		-	1	NORTH AMERICA				
Vietnam	1		-	1	Canada	360		360	-
Total Asia	582	2.8	-	582	Mexico	47		46	1
EUROPE					U.S.A.	11,657		11,657	-
Andorra	1		-	1	Total North America	12,064	58.9	12,063	1
Austria	112		-	112	AFRICA				
Belarus	6		-	6	Botswana	3		-	3
Belgium	552		-	552	Egypt	7		-	7
Bosnia And Herzewina	7		-	7	Ghana	6		-	6
Bulgaria	25		-	25	Guam	1		-	1
Croatia	51		-	51	Libya	2		-	2
Czech Republic	44		-	44	Morocco	10		-	10
Cyprus	19		-	19	Namibia	2		-	2
Denmark	63		-	63	Nigeria	1		-	1
Estonia	14		-	14	Rawanda	1		-	1
Finland	106		-	106	Seychelles	1		-	1
France	424		-	424	South Africa	109		-	109
Georgia	3		-	3	Sudan	1		-	1
Germany	661		-	661	Tanzania	1		-	1
Greece	79		-	79	Tunisia	3		-	3
Hungary	36		-	36	Zimbabwe	1		-	1
Iceland	20		-	20	Total Africa	149	0.7	-	149
Ireland	74		-	74	SOUTH AMERICA				
Italy	342		-	342	Argentina	36		-	36
Latvia	14		-	14	Bolivia	2		-	2
Lithuania	38		-	38	Brazil	147		-	147
Luxembourg	12		-	12	Chile	43		-	43
Macedonia	8		-	8	Colombia	13		-	13
Malta	6		-	6	Equador	2		-	2
Moldova	1		-	1	Paraguay	3		-	3
Monaco	2		-	2	Peru	5		-	5
Montenegro	1		-	1	Uruguay	4		-	4
Netherlands	802		-	802	Venezuela	2		-	2
Norway	84		-	84	Total South America	257	1.3	-	257
Poland	103		-	103	ASIA PACIFIC				
Portugal	131		-	131	Australia	344		-	344
Romania	57		-	57	New Zealand	49		-	49
Russia	68		-	68	Total Asia Pacific	393	1.9	-	393
Serbia	58		-	58	CARIBBEAN				
Slovakia	23		-	23	Grand Cayman	1		-	1
Slovenia	70		-	70	Jamaica	1		-	1
Spain	352		-	352	Puerto Rico	8		-	8
Sweden	219		-	219	Trinidad & Tobago	1		-	1
Switzerland	59		-	59	Total Caribbean	11	0.1	-	11
United Kingdom	1,869		-	1,869	CENTRAL AMERICA				
Ukraine	10		-	10	Costa Rica	4		-	4
Total Europe	6,626	32.4	-	6,626	Guatemala	1		-	1
					Panama	1		-	1
					Total Central America	6		-	6
					TOTAL QUALIFIED CIRCULATION	20,469	100.0	12,063	8,406

4. GEOGRAPHICAL BREAKOUT OF QUALIFIED CIRCULATION FOR ISSUE: VOL 6 NO 2, 2011

State	Total Qualified	Percent	Qualified Circulation by Edition		State	Total Qualified	Percent	Qualified Circulation by Edition	
			North America	Europe/ROW				North America	Europe/ROW
Maine	30		30	-	Kentucky	48		48	-
New Hampshire	36		36	-	Tennessee	125		125	-
Vermont	18		18	-	Alabama	79		79	-
Massachusetts	294		294	-	Mississippi	36		36	-
Rhode Island	33		33	-	EAST SO. CENTRAL	288	1.4	288	-
Connecticut	116		116	-	Arkansas	29		29	-
NEW ENGLAND	527	2.6	527	-	Louisiana	68		68	-
New York	506		506	-	Oklahoma	51		51	-
New Jersey	303		303	-	Texas	808		808	-
Pennsylvania	370		370	-	WEST SO. CENTRAL	956	4.7	956	-
MIDDLE ATLANTIC	1,179	5.8	1,179	-	Montana	41		41	-
Ohio	177		177	-	Idaho	83		83	-
Indiana	177		177	-	Wyoming	54		54	-
Illinois	992		992	-	Colorado	344		344	-
Michigan	307		307	-	New Mexico	67		67	-
Wisconsin	289		289	-	Arizona	200		200	-
EAST NO. CENTRAL	1,942	9.5	1,942	-	Utah	112		112	-
Minnesota	281		281	-	Nevada	97		97	-
Iowa	271		271	-	MOUNTAIN	998	4.9	998	-
Missouri	185		185	-	Alaska	24		24	-
North Dakota	29		29	-	Washington	282		282	-
South Dakota	22		22	-	Oregon	137		137	-
Nebraska	157		157	-	California	1,577		1,577	-
Kansas	303		303	-	Hawaii	24		24	-
WEST NO. CENTRAL	1,248	6.1	1,248	-	PACIFIC	2,044	10.0	2,044	-
Delaware	43		43	-	U.S. Territories	-		-	-
Maryland	304		304	-	APO/FPO	-		-	-
Washington, DC	343		343	-	UNITED STATES	11,657	56.9	11,657	-
Virginia	492		492	-	ROW	8,812	43.1	406	8,406
West Virginia	7		7	-					
North Carolina	120		120	-	TOTAL QUALIFIED CIRCULATION	20,469	100.0	12,063	8,406
South Carolina	33		33	-					
Georgia	236		236	-					
Florida	897		897	-					
SOUTH ATLANTIC	2,475	12.1	2,475	-					

AVERAGE ANNUAL AUDITED QUALIFIED CIRCULATION AND CURRENT UNAUDITED CIRCULATION STATEMENTS

6-Month Period Ended:	Audited Data	Audited Data	Audited Data	Circulation Claim	Circulation Claim
	January - June 2009	July - December 2009	January - June 2010	July - December 2010*	January - June 2011*
Total Audit Average Qualified: __	20,125	20,273	20,579	20,382	20,234
Qualified Non-Paid: _____	20,125	20,268	20,579	20,373	20,234
Qualified Paid: _____	-	5	-	9	-
Post Expire Copies included in Paid Circulation: _____	**NC	**NC	**NC	**NC	**NC
Average Annual Order Price: _____	**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**PARAGRAPH 3b:**

Association rosters and directories include 3 sources of circulation for quantities of 69 copies or 0.3% to 626 copies or 3.1%.

Manufacturer's, distributor's and wholesaler's lists include 3 sources of circulation for quantities of 1 copy or -% to 41 copies or 0.2%.

Other sources include 18 sources of circulation for quantities of 1 copy or -% to 3,155 copies or 15.4%, including Bishops Consulting May 2009 List.

PUBLISHER'S AFFIDAVIT

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

Luis Hill, Publisher

Kevin Borrás, Circulation

(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 26, 2011

City

Surrey

Country

United Kingdom

Received by BPA Worldwide

July 26, 2011

Type

PJ

ID Number

T311POJ1