

OFFICIAL RULES: SCHOLASTIC SRC![®] CONTEST NO PURCHASE NECESSARY

1. Entries will be judged based upon the student with the highest number of *Scholastic Reading Counts!* (SRC!) points accumulated for students in the following grade levels, K-2, 3-5, 6-8, 9-12. Entries may be submitted and verified by the student's school administrator by supplying (a) an completed entry form (located at the following URL: http://teacher.scholastic.com/products/readingcounts/src_contest.htm) and (b) the SRC! Report entitled "The Awards Report," where the child's name is clearly indicated. Students can accumulate points in *Scholastic Reading Counts!* by passing quizzes on books. All books are assigned points, which are based on a formula that involved the book's length and interest (grades) level.

Contest is open to students in any schools using SRC! in any version or any implementation format (Enterprise Edition, v3 or below, web-hosted or server implementation, as a standalone, with *READ 180* or *System 44*).

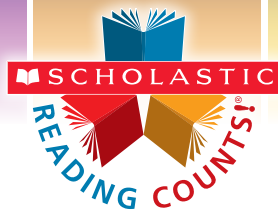
The Contest may only be entered via U.S. Mail, no other method of entry will be accepted. Contest must be entered between January 1, 2010 and May 14, 2010 (the "Contest Period"). No copies, facsimiles, or reproductions of entry form will be accepted. In the event of a dispute over the identity of an entrant, the entry will be disqualified. All submissions, including rights therein, shall become the property of Scholastic Inc. and will not be returned. Scholastic is not responsible for late, incomplete, or illegible entries regardless of means of submission.

2. The Scholastic SRC! Contest (the "Contest") is open to students in the United States only using SRC! in any version or implementation format. Employees and members of their families living in the same household, of Scholastic Inc., its parent, subsidiaries, brokers, distributors, dealers, retailers, affiliates, and its advertising, promotion, and production agencies, are not eligible to enter. Contest is void where prohibited by law.

3. Only one application may be submitted per school. An application consists of a completed entry form and the Awards Report for the highest scoring student(s) after January 1, 2010 and no later than May 14, 2010. The Awards Report must be signed by the school principal or other official to indicate that it is accurate. Mail applications to: *Scholastic Reading Counts!*, 524 Broadway, 10th floor, NY, NY 10012; Attn: D. Glass.

4. Selection of Winners; Prizes. Scholastic shall review the entries and select the students with the highest number of accumulated points in SRC! as reported on the SRC! Award Report for each grade range. Scholastic shall award four (4) of the highest-scoring eligible entrants in each of Grades K-2, Grades 3-5, Grades 6-8 and Grades 8 and higher with a prize of: \$500 worth of Scholastic paperbacks for the school (approx. retail value \$500) and \$50 in incentive items and a gift certificate to Barnes & Noble for the student (approx. retail value \$75). If there are multiple students with the same number of points, a random winner shall be selected. Prizes are nontransferable, non-assignable, and no cash alternative will be offered. Taxes on prizes, if any, are the responsibility of individual winners. Winners shall submit correct information to Sponsor for tax purposes, including, without limitation, name, address, and Social Security Number or Tax Identification Number.

5. All materials submitted will become the property of Scholastic and will not be returned. By submitting an application, all entrants agree to abide by these terms and conditions, warrant and represent that all information submitted is truthful and accurate, and grant to Scholastic the right to use both the school's and student's names, information and materials provided, and likeness for purposes of advertising and/or promotion without further notice or compensation and to edit, publish promote and otherwise use such information without further notice or compensation. Award winners will be required to sign and return an affidavit of eligibility, confirmation of acceptance of these terms and conditions, and a liability/publicity release and/or any other release Scholastic deems necessary within ten (10) business days of notification attempt or an alternate award winner may be selected. The winner may also be required to attend and participate in media and/or public relations events (the "Media Events") designated by Scholastic and/or requested by various media outlets. Upon Scholastic's request, and subject to winner's availability, each winner agrees to participate in such Media



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Events without any further compensation. Scholastic shall have the right, in its sole discretion, to choose the winners it wishes to participate in such Media Events. By accepting the prize, all winners, whether or not chosen to participate in such Media Events, agree to release Scholastic Inc., and its affiliates, subsidiaries, distributors, and agencies, and hold each of them harmless, from any claims relating to their selection, non-selection, participation or non-participation in any Media Events. Taxes on prizes, if any, are the sole responsibility of winners and other recipients of prizes in conjunction with the Scholastic SRC! Contest. Subject to all applicable laws.

6. The names of the Scholastic SRC! Contest winners will be available June 1, 2010 via the *Scholastic Reading Counts!* Web site and will also be announced in the September 2010 eNewsletter. You may request these names by sending a self-addressed, stamped envelope to: *Scholastic Reading Counts!*, 524 Broadway, 10th floor, New York, NY 10012; Attn: D. Glass.

Questions? Contact us at 212-965-7336 or assessment@scholastic.com.