This qualitative inquiry examined eighty-one transcribed student and teacher discussions and interviews and researcher field notes to determine the type of talk that occurred as the teacher invited small groups of students to take part in dialogue prompted by literature. Four themes emerged from the data: teacher’s knowledge, processing time, various forms of scaffolding, and oral rubrics. During in-depth analysis of ten selected transcripts, additional themes of the nature of critical talk emerged. First, students explored critical concepts such as recognizing a need for action, becoming aware of injustices, and challenging the status quo. Also, student talk scaled the ladder of abstraction, offering concrete examples that made their discussions more applicable to their lives, while at the same time traveling up the ladder, abstracting the issues to begin to explore larger more systemic causes of particular injustices. Second, some students believed that they were changed by the interactions while others felt as if they had gained new understandings of particular concepts, issues, or beliefs. A continuum of the type of student talk shows how students’ talk moves among social talk, fundamental text talk, socio-interpretive text talk, critical talk, and critical conversations. As students traverse along the continuum, various needs can be met. As teachers recognize where students’ talk is on the continuum, they can lead students to deeper literature study discussions. In order to help students take a more critical approach when discussing texts, teachers must scaffold the talk and provide the time for students to grapple with critical concepts.