



SANFORD ROSE ASSOCIATES®
EXECUTIVE SEARCH

CONFIDENTIAL
Compensation History
And
Offer Recommendation – Jim Brown
9/29/2015

	2013	2014	2015	2016	SRA Offer Recommendation
Annual Base Salary (effective 1 April)	\$225K	\$242K	\$262K	\$268K est. Expected +3%	\$275K + 6% over current base Salary
Annualized Perform. Bonus Payout - for prior fiscal year performance¹ (Max % at target)	50K (25%)	40K (25%)	0 (30%)	80K est. (30%)	30% at target or \$82.5K potential
Total Comp. Rate (Excl. 401K)	\$275K	\$282K	\$262K	\$348K est.	\$357.5K
401K Match	6% 16.5K	6% 17K	6% 16K	6% 21.5K	4% 14.3K
Total Comp. Rate (Incl. 401K)	\$291.5K	\$297K	\$278K	\$369.5K	\$371.3K
Long Term Incentives: Shares Shares-Vest. Period Est. Value Est. Vested Payout	7,663 2016-3Yrs. \$20,000 None	8,399 2017-3Yrs. \$25,000 None	9,000 2016-1Yr. ² \$35,000 None	TBD TBD TBD \$55,000 est. ³	ABC Co. Shares Equivalent in value as follows: A. \$40,000 upon employment B. \$40,000 at year end 2016
One-time Sign-on bonus	N/A	N/A	N/A	N/A	\$40K⁴
Company Car Included – Est. value (\$10K to \$18K/year)	Yes	Yes	Yes	Yes	Not offered

Footnotes and Comments

1. Fiscal year for XYZ Company is from April 1 to March 31 with annual bonuses paid in June
2. This was a special "Conditional Share Award" vesting in 1 year versus ZYZ Company's normal 3 years – see attached documentation from XYZ Company.
3. Estimated payout of 2013 and 2015 Share Awards to be paid in June of 2016.
4. To address Pro-rata share of lost 2015 performance bonus (7/12 X \$80K) and loss of company car.
5. Jim currently has 3 weeks of vacation. **Offer recommendation – 4 weeks' vacation.**
6. Joel rents a 1400SQF apartment for \$2250/month and lease expires 2/1/2016. **Offer should include a relocation allowance sufficient to cover packaging, movement and unpacking of household goods and lease cancellation.**
7. **Offer should provide for a start date of 11/2/2015 as Jim will provide XYZ Company two weeks' notice.**