

BDO 600 BOARD DIRECTOR COMPENSATION TRENDS IN RETAIL



Year-Over-Year Retail Board Director Compensation Increased 11%, Outpaced Growth of Overall Board Director Compensation

OVERALL BOARD DIRECTOR COMPENSATION

\$147,551



2014



6%

AVERAGE RETAIL BOARD DIRECTOR COMPENSATION



2013

\$118,997



2014

\$132,123



11%

PAY CHANGE EXPERIENCED BY DIRECTORS OF RETAIL COMPANIES



2013

2%

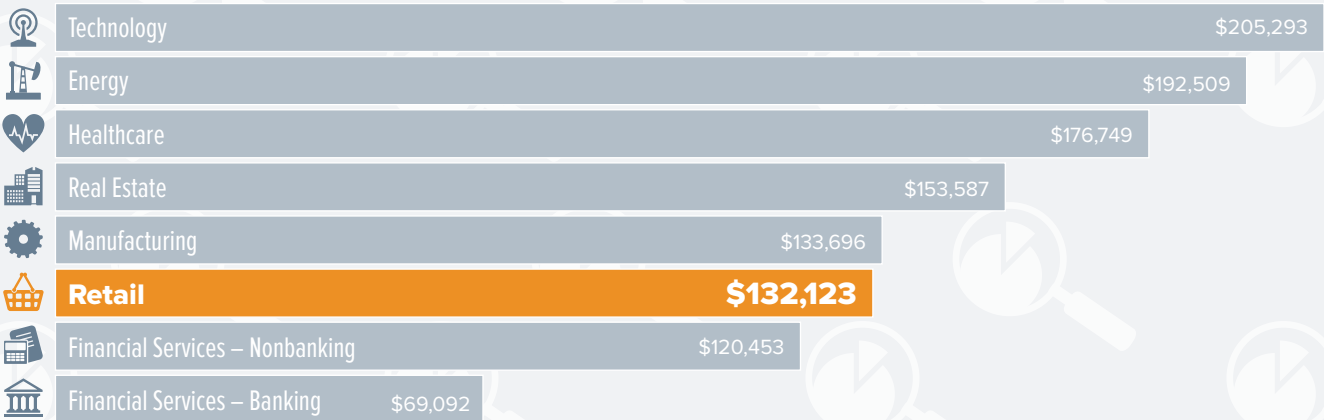


2014

11%



Despite Noteworthy Year-Over-Year Pay Change for Directors of Retail Companies, They Were Awarded Third Lowest Compensation Package Among Industries Analyzed



Full-Value Stock Awards Comprised Bulk of the Retail Board Director Compensation Package

FULL-VALUE STOCK AWARDS

49%



Retail board director compensation continued to rely heavily on **full-value stock awards, which comprised 49% of the 2014 pay mix**, up from 47% in 2013

BOARD RETAINERS AND FEES

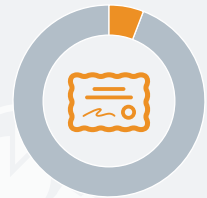
40%



Board retainers and fees made up 40% of the compensation package for directors of retail companies, slightly down from 42% in 2013

STOCK OPTIONS

6%



Stock options increased to 6% of the compensation package for directors of retail companies, up from 5% in 2013

About the BDO 600: Survey of Board Compensation Practices of 600 Mid-Market Public Companies

The BDO 600: Survey of Board Compensation Practices of 600 Mid-Market Public Companies examines director compensation trends in publicly traded companies with annual revenues from \$25 million to \$1 billion in the energy, healthcare, manufacturing, real estate, retail and technology industries; and publicly-traded companies with assets from \$50 million to \$2 billion in the banking and financial services industries.

For more information, visit

<http://www.bdo.com/services/tax/compensation/>

or contact Randy Ramirez, senior director of

BDO's Global Employer Services practice:

rramirez@bdo.com / 212-885-8000

BDO USA, LLP, a Delaware limited liability partnership, is the U.S. member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms. BDO is the brand name for the BDO network and for each of the BDO Member Firms. For more information please visit: www.bdo.com.

Material discussed is meant to provide general information and should not be acted on without professional advice tailored to your firm's individual needs.

© 2016 BDO USA, LLP. All rights reserved.

