

CEO Compensation Contract for Hypothetical XYZ Co.:

Top Three CEO Expenses:

	COMPANY XYZ	Industry Average
Baseline Salary per year		
Stock Allocation per year		
Benefits (health ins, travel, all other perks etc.)		
Total CEO Compensation (TCC)		
Stock allocation as % of total compensation .		
TCC as % of last years earnings		
Compensation of top three Executives (CT3) as % of last years earnings		

Notes to above.

1. Stock is bought on the open market monthly or quarterly at a specified date (10th or 24th of month etc.) No Options.
2. Stock must be held for 3 years after purchase.

The Total CEO Compensation as a % of total earnings will give some perspective to their salary and can be compared against the Industry average.

The Total Compensation of the top three executives (**CT3**) as a % of total earnings can also be compared against the industry average.

If the top three can be prevented from looting the company the shareholders may have a chance.

A higher Stock Allocation as % of total Compensation is generally favorable.

Note to compensation committee: Meetings will be short and infrequent.

Note to Shareholders and Analysts: Lower Expenses are almost always better.