




Amphenol Corporation

APH NYSE

Electrical Components / Equipment

Market Capitalization USD:

\$6,927.56 mm**CONCERN LEVEL: LOW**

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: R. Adam Norwitt**Age: 42****CEO Since: 2009**

	2009	2010	2011
Base Salary	\$683,333	\$880,000	\$900,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$0	\$1,425,600	\$765,000
Benefits and Perquisites	\$78,146	\$67,125	\$116,308
TOTAL ANNUAL COMPENSATION	\$761,479	\$2,372,725	\$1,781,308
Increase in Post-Retirement Benefits	\$7,000	\$8,800	\$14,500
Stock Option Awards	\$5,332,800	\$4,550,800	\$4,156,550
Stock Awards	\$0	\$0	\$0
TOTAL COMPENSATION	\$6,101,279	\$6,932,325	\$5,952,358
Median of Other Named Executive Officers Total Compensation	\$2,095,521	\$2,772,995	\$2,135,420
Value Realized on Exercise of Stock Option	\$0	\$701,928	\$1,105,498
Value Realized on Vesting of Stock	\$0	\$0	\$0
TOTAL REALIZED EQUITY COMPENSATION	\$0	\$701,928	\$1,105,498

Proxy Date: 30 Apr 2012

Annual Meeting Date: 23 May 2012

Equity Reserves: 13.36%

Stock Option Run Rate: 1.81%

Amphenol Corporation

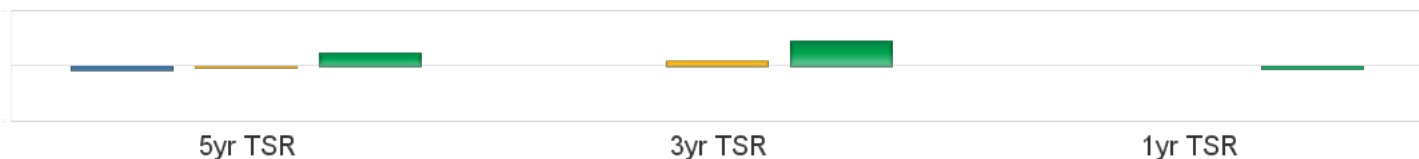
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Performance Comparison

■ S&P500 ■ Industry ■ APH



Peer Comparisons (TRBC) =Electrical Components / Equipment

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
APH	Amphenol Corporation	\$6,101,279	\$6,932,325	\$5,952,358	\$6,927,559,510
GLW	Corning Incorporated	\$12,050,391	\$11,365,688	\$10,333,532	\$19,419,076,213
TEL	TE Connectivity Ltd.	\$5,973,612	\$10,895,684	\$9,700,046	\$12,195,616,127
A	Agilent Technologies, Inc.	\$7,570,516	\$10,442,447	\$10,252,265	\$10,862,631,312
CBE	Cooper Industries plc	\$10,756,244	\$25,076,513	\$21,128,672	\$7,604,003,961
ENR	Energizer Holdings, Inc.	\$8,526,945	\$6,916,433	\$6,513,176	\$4,568,700,291
ARW	Arrow Electronics, Inc.	\$5,063,453	\$6,354,647	\$7,396,353	\$3,192,432,651

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

NA

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
John R. Lord	Chairman	68	Male	8	Outside
Andrew E. Lietz	Member	73	Male	11	Outside Related
Edward G. Jepsen	Member	68	Male	7	Outside Related

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