



BJ's Restaurants, Inc.


BJRI NASDAQ

Restaurants

Market Capitalization USD:

\$1,221.76 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: Gerald W. Deitchle

Age: 60

CEO Since: 2005

	2009	2010	2011
Base Salary	\$450,000	\$500,000	\$550,000
Discretionary Bonus	\$409,500	\$487,500	\$660,000
Annual Cash Incentive	\$0	\$0	\$0
Benefits and Perquisites	\$12,810	\$15,810	\$15,810
TOTAL ANNUAL COMPENSATION	\$872,310	\$1,003,310	\$1,225,810
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$280,706	\$1,507,101	\$0
Stock Awards	\$319,589	\$0	\$0
TOTAL COMPENSATION	\$1,472,605	\$2,510,411	\$1,225,810
Median of Other Named Executive Officers Total Compensation	\$735,813	\$554,751	\$672,603
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$40,843	\$179,714	\$770,633
TOTAL REALIZED EQUITY COMPENSATION	\$40,843	\$179,714	\$770,633

Proxy Date: 20 Apr 2012

Annual Meeting Date: 5 Jun 2012

Equity Reserves: 0.00%

Stock Option Run Rate: 1.23%

BJ's Restaurants, Inc.

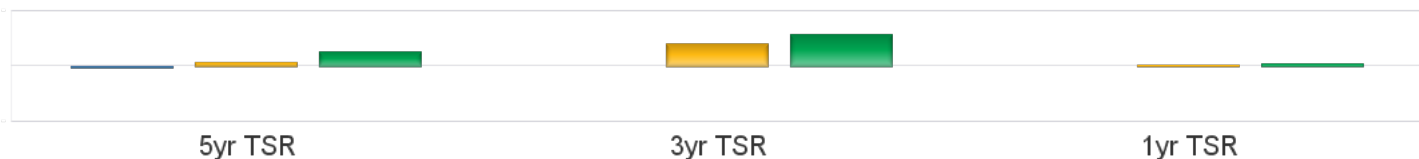
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Performance Comparison

■ S&P500 ■ Industry ■ BJRI



Peer Comparisons (TRBC) =Restaurants

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
BJRI	BJ's Restaurants, Inc.	\$1,472,605	\$2,510,411	\$1,225,810	\$1,221,759,309
PNRA	Panera Bread Company	\$3,354,708	\$2,061,385	\$2,150,583	\$3,162,722,283
WEN	Wendy's Company (The)	\$3,436,781	\$4,913,452	\$16,537,725	\$1,818,284,592
EAT	Brinker International, Inc.	\$3,428,104	\$3,093,924		\$1,729,614,534
DPZ	Domino's Pizza, Inc.	\$4,207,131	\$5,573,316	\$6,348,151	\$1,656,522,131
CAKE	Cheesecake Factory Incorporated (The)	\$3,611,812	\$3,698,975	\$4,136,642	\$1,398,366,916
BWLD	Buffalo Wild Wings, Inc.	\$2,413,271	\$1,969,991	\$2,115,112	\$1,097,459,885

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

Benihana Inc., Morton's Restaurant Group, Inc., Bravo Brio Restaurant Group, Inc., O'Charley's Inc., Buffalo Wild Wings, Inc., Peet's Coffee & Tea, Inc., California Pizza Kitchen, Inc., P.F. Chang's China Bistro, Inc., CEC Entertainment, Inc., Red Robin Gourmet Burgers, Inc., The Cheesecake Factory Incorporated, Ruth's Hospitality Group, Inc. (Ruth's Chris Steakhouse), Chipotle Mexican Grill, Inc., Ruby Tuesday, Inc., DineEquity, Inc. (Applebee's & IHOP), Texas Roadhouse, Inc., McCormick & Schmick's Seafood Restaurants, Inc.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
J. Roger King	Chairman	71	Male	10	Outside Related
Lea Anne S. Ottinaer	Member	53	Female	2	Outside
Peter A. Bassi	Member	62	Male	8	Outside
William L. Hvde	Member	64	Male	3	Outside

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