



Body Central Corp.


BODY NASDAQ

Retail - Apparel / Accessories

Market Capitalization USD:

\$287.97 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: B. Allen Weinstein

Age: 65

CEO Since: 2009

	2009	2010	2011
Base Salary		\$382,692	\$474,577
Discretionary Bonus		\$0	\$0
Annual Cash Incentive		\$416,000	\$742,606
Benefits and Perquisites		\$29,452	\$35,345
TOTAL ANNUAL COMPENSATION		\$828,144	\$1,252,528
Increase in Post-Retirement Benefits		\$0	\$0
Stock Option Awards		\$0	\$399,993
Stock Awards		\$0	\$200,011
TOTAL COMPENSATION		\$828,144	\$1,852,532
Median of Other Named Executive Officers Total Compensation		\$622,727	\$777,385
Value Realized on Exercise of Stock Option		\$0	\$3,173,604
Value Realized on Vesting of Stock		\$0	\$0
TOTAL REALIZED EQUITY COMPENSATION		\$0	\$3,173,604

Proxy Date: 5 Apr 2012

Annual Meeting Date: 24 May 2012

Equity Reserves: 8.81%

Stock Option Run Rate: 1.88%

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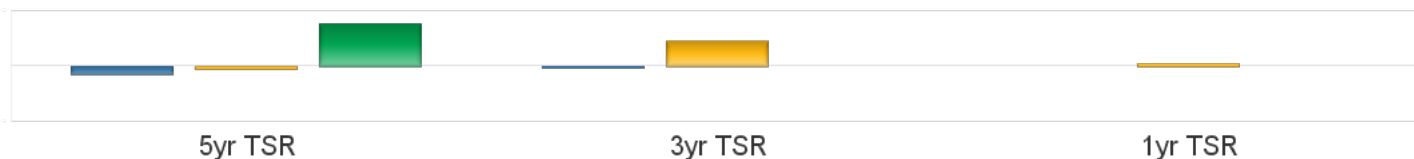
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Performance Comparison

■ S&P500 ■ Industry ■ BODY



Peer Comparisons (TRBC) =Retail - Apparel / Accessories

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
BODY	Body Central Corp.		\$828,144	\$1,852,532	\$287,967,387
PSS	Collective Brands, Inc.	\$6,456,055	\$7,787,765	\$1,183,309	\$784,971,686
CATO	Cato Corporation (The)	\$3,647,525	\$3,623,499	\$3,488,805	\$664,415,033
BEBE	bebe stores, inc.	\$930,120	\$368,000		\$565,512,010
RUE	rue21, inc.	\$2,288,097	\$4,887,042		\$554,994,518
ZUMZ	Zumiez Inc.	\$372,308	\$524,256	\$1,580,494	\$544,705,982
NILE	Blue Nile, Inc.	\$2,058,129	\$1,735,619	\$1,958,540	\$515,549,215

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

bebe stores Inc, Buckle Inc. (The), Cache Inc, Casual Male Retail Group Inc, Cato Corp (The), Christopher & Banks Corp., Citi Trends Inc, Coldwater Creek Inc, dELiAs Inc, Destination Maternity Corp, Hot Topic Inc, Kenneth Cole Productions Inc., Pacific Sunwear of California Inc, rue21 Inc, Shoe Carnival Inc, Wet Seal Inc (The), Zumiez Inc.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Donna R. Ecton	Chairman	64	Female	1	Outside
Martin P. Doolan	Member	72	Male	6	Outside
Scott M. Gallin	Member	39	Male	6	Outside Related