




**CardioNet, Inc.****BEAT NASDAQ****Advanced Medical Equipment**

Market Capitalization USD:

\$73.20 mm**CONCERN LEVEL: AVERAGE**

- 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: Joseph H. Capper**Age: 48****CEO Since: 2010**

	2009	2010	2011
Base Salary	\$442,308	\$265,423	\$531,154
Discretionary Bonus	\$375,000	\$0	\$0
Annual Cash Incentive	\$0	\$137,500	\$267,500
Benefits and Perquisites	\$487,054	\$245,891	\$112,811
TOTAL ANNUAL COMPENSATION	\$1,304,362	\$648,814	\$911,465
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$6,651,450	\$2,014,635	\$155,889
Stock Awards	\$2,504,506	\$241,504	\$154,502
TOTAL COMPENSATION	\$10,460,318	\$2,904,953	\$1,221,856
Median of Other Named Executive Officers Total Compensation	\$1,016,677	\$601,541	\$574,711
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$160,006	\$0	\$0
TOTAL REALIZED EQUITY COMPENSATION	\$160,006	\$0	\$0

Proxy Date: 28 Mar 2012

Annual Meeting Date: 4 May 2012

Equity Reserves: 21.77%

Stock Option Run Rate: 4.56%

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Performance Comparison

■ S&P500 ■ Industry ■ BEAT



Peer Comparisons (TRBC) =Advanced Medical Equipment

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
BEAT	CardioNet, Inc.	\$10,460,318	\$2,904,953	\$1,221,856	\$73,203,597
PACB	Pacific Biosciences of California, Inc.		\$4,011,889		\$173,382,892
SURG	Synergetics USA, Inc.		\$455,801		\$134,565,144
CYNO	Cynosure, Inc.	\$904,234	\$1,381,640		\$127,258,439
BLTI	Biolase Technology, Inc.		\$208,243		\$90,585,093
SLTM	Solta Medical, Inc.	\$772,493	\$1,666,516		\$75,952,841
STXS	Stereotaxis, Inc.	\$545,338	\$740,580		\$61,541,605

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

Abiomed, Inc., Accuray, Inc., Affymetrix, Inc., Angiodynamics, Inc., ATS Medical, Inc., Cyberonics, Inc., eResearch Technology, Inc., Genoptix, Inc., Kensey Nash Corp., Micrus Endovascular Corp., Natus Medical Inc., Quidel Corp., Sonosite, Inc., Spectranetics Corp., Volcano Corp., ZOLL Medical Corp.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Ronald A. Ahrens	Chairman	72	Male	4	Outside
Eric N. Prvstovskv	Member	64	Male	11	Outside Related
Rebecca W. Rimel	Member	60	Female	3	Outside

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