

GMI EXECUTIVE PAY SCORECARDSM

Data & analysis provided by GMI-The Independent Leader in Corporate Governance and ESG&A

20 Jan 2012

Comtech Telecommunications Corp.





CMTL NASDAQ

Communications Equipment

Market Capitalization USD:

\$659.08 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: Fred Kornberg

Age: 75

CEO Since: 1976

	2009	2010	2011
Base Salary	\$695,000	\$695,000	\$715,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$2,366,026	\$3,475,000	\$3,370,838
Benefits and Perquisites	\$75,898	\$100,402	\$163,242
TOTAL ANNUAL COMPENSATION	\$3,136,924	\$4,270,402	\$4,249,080
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$2,056,088	\$1,573,845	\$659,820
Stock Awards	\$0	\$0	\$0
TOTAL COMPENSATION	\$4,815,998	\$5,844,247	\$4,908,900
Median of Other Named Executive Officers Total Compensation	\$1,296,870	\$1,296,870	\$859,770
Value Realized on Exercise of Stock Option	\$4,149,539	\$635,040	\$0
Value Realized on Vesting of Stock	\$0	\$0	\$0
TOTAL REALIZED EQUITY COMPENSATION	\$4,149,539	\$635,040	\$0

Proxy Date: 23 Nov 2011

Annual Meeting Date: 13 Jan 2012

Equity Reserves: 29.23%

Stock Option Run Rate: 3.93%

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Comtech Telecommunications Corp.

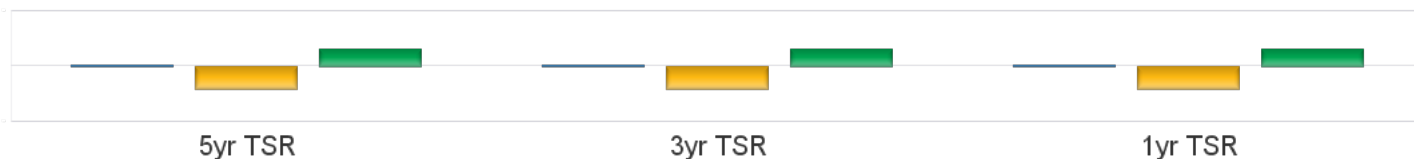
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Performance Comparison

■ vs S&P500 ■ vs Industry ■ CMTL



Peer Comparisons (TRBC) =Communications Equipment

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
CMTL	Comtech Telecommunications Corp.	\$4,815,998	\$5,844,247	\$4,908,900	\$659,079,574
SATS	EchoStar Corporation	\$168,456	\$755,691		\$1,955,393,472
ADTN	ADTRAN, Inc.	\$1,498,106	\$3,156,022		\$1,704,958,778
FNSR	Finisar Corporation	\$1,065,482	\$1,174,788		\$1,589,164,570
TLAB	Tellabs, Inc.	\$2,600,264	\$3,289,032		\$1,565,354,942
LORL	Loral Space & Communications Inc.	\$7,100,305	\$3,162,602		\$1,538,435,629
VSAT	ViaSat, Inc.	\$2,036,080	\$4,626,430	\$4,474,539	\$1,403,312,459

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

Arris Group, Inc., Black Box Corp., Ciena Corp., EMS Technologies, Inc., F5 Networks, Inc., Harmonic, Inc., KEMET Corp., Loral Space & Communications, Inc., NETGEAR, Inc., Polycom, Inc., Powerwave Technologies, Inc., Rogers, Corp., Teledyne Technologies, Inc., Viasat, Inc.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Ira S. Kaplan	Chairman	74	Male	10	Outside
Edwin Kantor	Member	79	Male	11	Outside
Stanton D. Sloane	Member	61	Male	0	Outside

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