



Constant Contact, Inc.



CTCT NASDAQ

Software

Market Capitalization USD:

\$513.07 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: Gail F. Goodman

Age: 51

CEO Since: 1999

	2009	2010	2011
Base Salary	\$350,000	\$370,000	\$400,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$340,522	\$285,455	\$152,071
Benefits and Perquisites	\$10,898	\$10,904	\$10,880
TOTAL ANNUAL COMPENSATION	\$701,420	\$666,359	\$562,951
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$1,447,305	\$2,008,152	\$2,802,500
Stock Awards	\$0	\$325,440	\$0
TOTAL COMPENSATION	\$2,148,725	\$2,999,951	\$3,365,451
Median of Other Named Executive Officers Total Compensation	\$682,823	\$1,548,273	\$1,444,830
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$0	\$0	\$75,000
TOTAL REALIZED EQUITY COMPENSATION	\$0	\$0	\$75,000

Proxy Date: 25 Apr 2012

Annual Meeting Date: 5 Jun 2012

Equity Reserves: 30.02%

Stock Option Run Rate: 4.90%

Constant Contact, Inc.

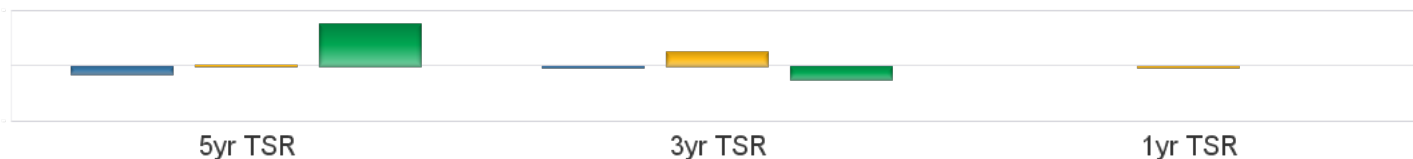
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Performance Comparison

■ S&P500 ■ Industry ■ CTCT



Peer Comparisons (TRBC) =Software

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
CTCT	Constant Contact, Inc.	\$2,148,725	\$2,999,951	\$3,365,451	\$513,067,298
RP	RealPage, Inc.		\$929,825	\$2,834,460	\$1,448,944,606
QSFT	Quest Software, Inc.	\$4,035,954	\$4,551,979		\$1,363,987,239
MSTR	MicroStrategy Incorporated	\$4,713,872	\$3,974,553	\$3,149,448	\$1,221,715,251
ULTI	Ultimate Software Group, Inc. (The)	\$2,119,789	\$2,281,075	\$3,883,450	\$1,208,189,011
PEGA	Pegasystems Inc.	\$526,298	\$612,151	\$695,919	\$1,149,125,755
TTWO	Take-Two Interactive Software, Inc.	\$7,051			\$1,103,373,758

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

ArcSight, Inc., Art Technology Group, Inc., comScore, Inc., CyberSource Corporation, Ebix Inc., LivePerson, Inc., LogMein, Inc., Medidata Solutions, Inc., NetSuite Inc., NIC Inc., OpenTable, Inc., RightNow Technologies, Inc., SuccessFactors, Inc., Synchronoss Technologies, Inc., Taleo Corp., The Ultimate Software Group, Inc., Vocus, Inc.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
John Campbell	Chairman	64	Male	13	Outside Related
Daniel T. H. Nve	Member	45	Male	3	Outside
Sharon T. Rowlands	Member	54	Female	2	Outside

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