



DXP Enterprises, Inc.


DXPE NASDAQ

Industrial Machinery / Equipment

Market Capitalization USD:

\$265.90 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: David R. Little

Age: 60

CEO Since: 1996

	2009	2010	2011
Base Salary	\$448,000	\$448,000	\$448,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$262,624	\$896,000	\$896,000
Benefits and Perquisites	\$51,551	\$51,761	\$53,942
TOTAL ANNUAL COMPENSATION	\$762,175	\$1,395,761	\$1,397,942
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$448,193	\$60,000	\$500,000
TOTAL COMPENSATION	\$1,210,368	\$1,455,761	\$1,897,942
Median of Other Named Executive Officers Total Compensation	\$201,249	\$463,586	\$847,447
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$82,280	\$389,435	\$234,255
TOTAL REALIZED EQUITY COMPENSATION	\$82,280	\$389,435	\$234,255

Proxy Date: 27 Apr 2012

Annual Meeting Date: 20 Jun 2012

Equity Reserves: 3.37%

Stock Option Run Rate: 0.00%

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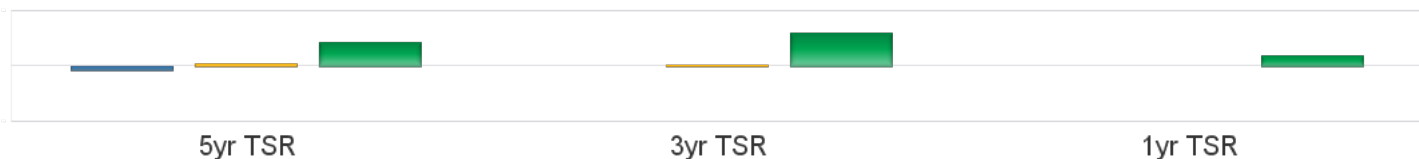
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Performance Comparison

■ S&P500 ■ Industry ■ DXPE



Peer Comparisons (TRBC) = Industrial Machinery / Equipment

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
DXPE	DXP Enterprises, Inc.	\$1,210,368	\$1,455,761	\$1,897,942	\$265,898,542
ROLL	RBC Bearings Incorporated	\$2,306,600	\$2,089,313		\$745,632,307
KAMN	Kaman Corporation	\$2,707,700	\$2,137,301	\$2,628,654	\$733,939,405
BGG	Briggs & Stratton Corporation	\$4,569,696	\$9,037,659		\$683,454,633
ESE	ESCO Technologies Inc.	\$2,277,481	\$2,558,452	\$2,815,094	\$678,705,985
TNC	Tennant Company	\$2,785,758	\$3,562,576	\$3,097,732	\$669,633,647
OSIS	OSI Systems, Inc.	\$3,180,243	\$4,101,135		\$657,058,336

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

NA

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Cletus Davis	Chairman	82	Male	16	Outside Related
Kenneth H. Miller	Member	72	Male	16	Outside Related
Timothy P. Halter	Member	45	Male	11	Outside Related

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