



**Dorman Products, Inc.****DORM NASDAQ****Auto / Truck / Motorcycle Parts**

Market Capitalization USD:

\$596.03 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: Steven L. Berman**Age: 52****CEO Since: 2011**

	2009	2010	2011
Base Salary	\$529,973	\$545,872	\$562,248
Discretionary Bonus	\$150,000	\$150,000	\$250,000
Annual Cash Incentive	\$864,492	\$820,273	\$288,506
Benefits and Perquisites	\$21,800	\$22,000	\$22,000
TOTAL ANNUAL COMPENSATION	\$1,566,265	\$1,538,145	\$1,122,754
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$0	\$0	\$0
TOTAL COMPENSATION	\$1,566,265	\$1,538,145	\$1,122,754
Median of Other Named Executive Officers Total Compensation	\$996,847	\$1,008,575	\$995,426
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$0	\$0	\$0
TOTAL REALIZED EQUITY COMPENSATION	\$0	\$0	\$0

Proxy Date: 4 Apr 2012

Annual Meeting Date: 15 May 2012

Equity Reserves: 7.22%

Stock Option Run Rate: 0.07%

Dorman Products, Inc.

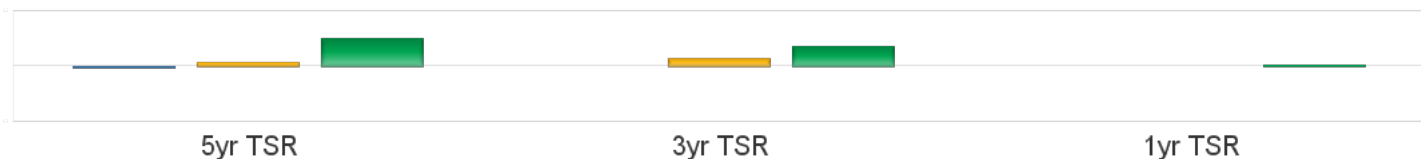
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Performance Comparison

■ S&P500 ■ Industry ■ DORM



Peer Comparisons (TRBC) =Auto / Truck / Motorcycle Parts

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
DORM	Dorman Products, Inc.	\$1,566,265	\$1,538,145	\$1,122,754	\$596,029,417
DAN	Dana Holding Corporation	\$2,588,489	\$6,522,950	\$10,665,232	\$1,543,416,483
TEN	Tenneco Inc.	\$2,021,349	\$5,348,822	\$5,750,640	\$1,541,907,313
FDML	Federal-Mogul Corporation	\$11,225,411	\$6,927,878		\$1,458,841,375
MTOR	Meritor, Inc.	\$4,263,279	\$7,606,508	\$6,062,255	\$668,546,128
TWI	Titan International, Inc.	\$1,865,694	\$2,009,444	\$2,849,829	\$631,778,475
AXL	American Axle & Manufacturing Holdings, Inc.	\$9,721,182	\$5,553,428	\$11,478,899	\$574,802,906

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

LKQ Corporation, LoJack Corporation, Motorcar Parts of America, Inc., Standard Motor Products, Inc., and Tenneco Inc.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Edgar W. Levin	Chairman	79	Male	21	Outside Related
John F. Creamer	Member	81	Male	17	Outside Related
Paul R. Lederer	Member	72	Male	14	Outside Related
Richard T. Riley	Member	55	Male	2	Outside