


**Finish Line, Inc. (The)****FINL NASDAQ****Retail - Apparel / Accessories**

Market Capitalization USD:

**\$1,036.12 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: Glenn S. Lyon****Age: 62****CEO Since: 2008**

	2009	2010	2011
<b>Base Salary</b>	\$460,495	\$661,250	\$950,000
<b>Discretionary Bonus</b>	\$100,000	\$0	\$0
<b>Annual Cash Incentive</b>	\$469,419	\$1,223,313	\$1,460,000
<b>Benefits and Perquisites</b>	\$18,050	\$38,443	\$32,130
<b>TOTAL ANNUAL COMPENSATION</b>	<b>\$1,047,964</b>	<b>\$1,923,006</b>	<b>\$2,442,130</b>
<b>Increase in Post-Retirement Benefits</b>	\$0	\$0	\$0
<b>Stock Option Awards</b>	\$660,984	\$290,261	\$1,187,500
<b>Stock Awards</b>	\$492,482	\$198,338	\$1,187,500
<b>TOTAL COMPENSATION</b>	<b>\$2,201,430</b>	<b>\$2,411,605</b>	<b>\$4,817,130</b>
<b>Median of Other Named Executive Officers Total Compensation</b>	\$1,219,087	\$1,219,087	\$1,874,982
<b>Value Realized on Exercise of Stock Option</b>	\$0	\$525,584	\$2,635,767
<b>Value Realized on Vesting of Stock</b>	\$408,400	\$136,100	\$535,800
<b>TOTAL REALIZED EQUITY COMPENSATION</b>	<b>\$408,400</b>	<b>\$661,684</b>	<b>\$3,171,567</b>

Proxy Date: 19 Jun 2012

Annual Meeting Date: 19 Jul 2012

Equity Reserves: 18.95%

Stock Option Run Rate: 0.97%

# Finish Line, Inc. (The)

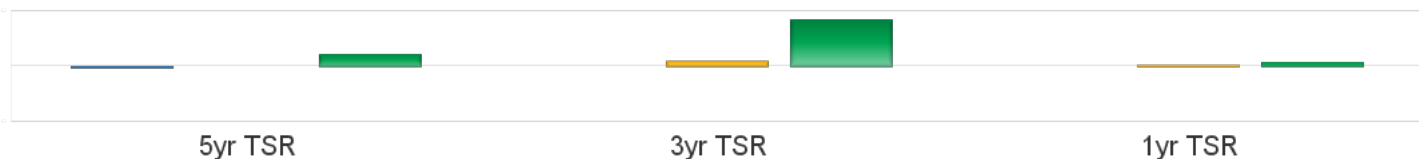
FINL NASDAQ

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## Performance Comparison

■ S&P500 ■ Industry ■ FINL



## Peer Comparisons (TRBC) =Retail - Apparel / Accessories

### Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
<b>FINL</b>	<b>Finish Line, Inc. (The)</b>	<b>\$2,201,430</b>	<b>\$2,411,605</b>	<b>\$4,817,130</b>	<b>\$1,036,115,103</b>
FL	Foot Locker, Inc.	\$2,848,230	\$8,060,791	\$14,059,147	\$3,072,918,746
SIG	Signet Jewelers Limited	\$2,205,000	\$5,293,326	\$7,657,530	\$2,934,981,696
GES	Guess?, Inc.	\$15,220,426	\$9,799,620	\$14,399,134	\$2,643,234,849
AEO	American Eagle Outfitters, Inc.	\$17,946,755	\$9,214,977	\$14,404,763	\$2,284,241,970
ASNA	Ascena Retail Group, Inc.	\$1,932,613	\$6,747,800		\$2,097,196,302
CHS	Chico's FAS, Inc.	\$4,254,305	\$3,767,788	\$4,744,926	\$1,968,133,540

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

Aéropostale, Inc., ANN INC., The Buckle, Inc., Chicos FAS, Inc., The Children's Place Retail Stores, Inc., DSW Inc., Foot Locker, Inc., Genesco Inc., The Men's Wearhouse, Inc., New York & Company, Inc., Stein Mart, Inc., The Talbots, Inc., Urban Outfitters, Inc.

### Performance Peer Group

S&P 600 Index

## COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Bill Kirkendall	Chairman	58	Male	11	Outside Related
Dolores A. Kunda	Member	56	Female	4	Outside
Norman Gurwitz	Member	65	Male	3	Outside
Richard P. Crvstal	Member	67	Male	3	Outside

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