



Gaylord Entertainment Company

GET NYSE

Hotels / Motels / Cruise Lines

Market Capitalization USD:

\$936.08 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: Colin V. Reed

Age: 64

CEO Since: 2001

	2009	2010	2011
Base Salary	\$910,000	\$910,000	\$945,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$546,000	\$2,000,000	\$1,100,000
Benefits and Perquisites	\$169,378	\$100,454	\$111,369
TOTAL ANNUAL COMPENSATION	\$1,625,378	\$3,010,454	\$2,156,369
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$0	\$1,022,869	\$1,395,625
Stock Awards	\$0	\$3,752,470	\$823,200
TOTAL COMPENSATION	\$1,625,378	\$7,785,793	\$4,375,194
Median of Other Named Executive Officers Total Compensation	\$1,193,985	\$2,136,930	\$1,436,869
Value Realized on Exercise of Stock Option	\$0	\$3,867,225	\$0
Value Realized on Vesting of Stock	\$0	\$1,329,055	\$0
TOTAL REALIZED EQUITY COMPENSATION	\$0	\$5,196,280	\$0

Proxy Date: 3 Apr 2012

Annual Meeting Date: 10 May 2012

Equity Reserves: 13.11%

Stock Option Run Rate: 0.42%

Gaylord Entertainment Company

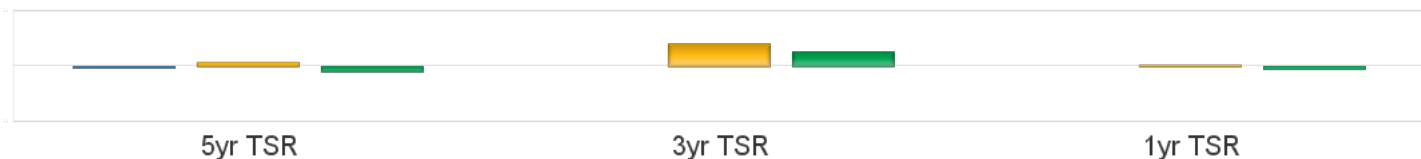
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Performance Comparison

■ S&P500 ■ Industry ■ GET



Peer Comparisons (TRBC) =Hotels / Motels / Cruise Lines

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
GET	Gaylord Entertainment Company	\$1,625,378	\$7,785,793	\$4,375,194	\$936,075,630
HPT	Hospitality Properties Trust	\$98,340	\$145,965	\$184,990	\$2,620,933,409
RLJ	RLJ Lodging Trust			\$8,688,837	\$1,986,789,494
CHH	Choice Hotels International, Inc.	\$3,508,787	\$4,776,772	\$4,677,232	\$1,767,412,587
LHO	LaSalle Hotel Properties	\$459,223	\$2,784,937	\$2,728,465	\$1,633,620,825
DRH	DiamondRock Hospitality Company	\$2,744,221	\$3,007,796	\$3,335,877	\$1,170,025,742
BEE	Strategic Hotels & Resorts, Inc.	\$1,506,054	\$2,598,450		\$800,008,989

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

Ameristar Casinos, Inc., The Marcus Corp., Bluegreen Corp., Morgans Hotel Group Co., Boyd Gaming Corp., MTR Gaming Group, Inc., Cedar Fair, L.P., Penn National Gaming, Inc., Choice Hotels International, Inc., Pinnacle Entertainment, Inc., Hyatt Hotels Corp., Starwood Hotels & Resorts Worldwide, Inc., International Speedway Corp., Vail Resorts, Inc., Isle of Capri Casinos, Inc., Wyndham Worldwide Corp.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Michael I. Roth	Chairman	66	Male	8	Outside
David Johnson	Member	50	Male	3	Outside
Ellen R. Levine	Member	69	Female	8	Outside
Ralph Horn	Member	71	Male	11	Outside Related
Robert S. Prather	Member	67	Male	3	Outside

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