



# Helen of Troy Limited




HELE NASDAQ

Appliances / Tools / Housewares

Market Capitalization USD:

**\$792.75 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: Gerald J. Rubin****Age: 68****CEO Since: 1984**

	2009	2010	2011
<b>Base Salary</b>	\$600,000	\$600,000	\$600,000
<b>Discretionary Bonus</b>	\$0	\$8,213,019	\$12,195,071
<b>Annual Cash Incentive</b>	\$0	\$0	\$0
<b>Benefits and Perquisites</b>	\$87,160	\$92,730	\$222,179
<b>TOTAL ANNUAL COMPENSATION</b>	<b>\$687,160</b>	<b>\$8,905,749</b>	<b>\$13,017,250</b>
<b>Increase in Post-Retirement Benefits</b>	\$0	\$0	\$0
<b>Stock Option Awards</b>	\$0	\$0	\$0
<b>Stock Awards</b>	\$0	\$0	\$0
<b>TOTAL COMPENSATION</b>	<b>\$687,160</b>	<b>\$8,905,749</b>	<b>\$13,017,250</b>
<b>Median of Other Named Executive Officers Total Compensation</b>	\$464,504	\$464,504	\$676,206
<b>Value Realized on Exercise of Stock Option</b>	\$0	\$18,906,475	\$34,422,588
<b>Value Realized on Vesting of Stock</b>	\$0	\$0	\$0
<b>TOTAL REALIZED EQUITY COMPENSATION</b>	<b>\$0</b>	<b>\$18,906,475</b>	<b>\$34,422,588</b>

Proxy Date: 28 Jun 2012

Annual Meeting Date: 28 Aug 2012

Equity Reserves: 13.92%

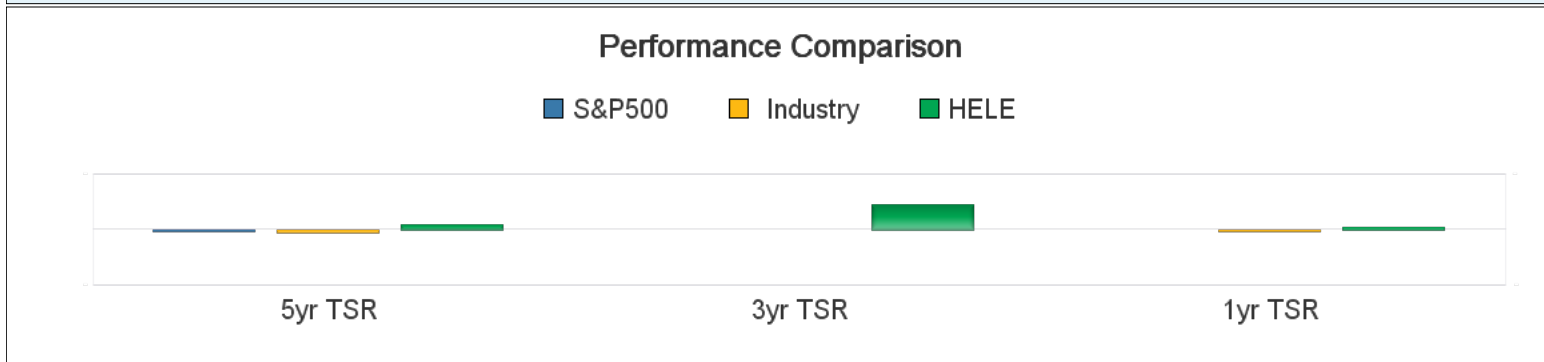
Stock Option Run Rate: 1.19%

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## Peer Comparisons (TRBC) = Cyclical Consumer Goods / Services

### Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
HELE	Helen of Troy Limited	\$687,160	\$8,905,749	\$13,017,250	\$792,750,826
NPK	National Presto Industries, Inc.	\$441,188	\$631,372	\$557,180	\$597,247,953
NYT	New York Times Company (The)	\$6,262,755	\$5,279,209	\$11,252,720	\$851,896,083
ODP	Office Depot, Inc.	\$3,394,551	\$15,268,483	\$6,816,935	\$571,796,439
OXM	Oxford Industries, Inc.	\$537,279	\$1,288,922	\$1,242,710	\$565,568,858
LHO	LaSalle Hotel Properties	\$459,223	\$2,784,937	\$2,728,465	\$1,633,620,825
MIDD	Middleby Corporation (The)	\$13,373,946	\$10,490,888	\$27,689,584	\$1,320,956,177

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
Garv B. Abromovitz	Chairman	69	Male	22	Outside Related
Darren G. Woodv	Member	52	Male	8	Outside
Timothy F. Meeker	Member	65	Male	8	Outside
William F. Susetka	Member	59	Male	3	Outside

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