



IRIS International, Inc.






IRIS NASDAQ

Medical Equipment / Supplies / Distribution

Market Capitalization USD:

\$160.48 mm

CONCERN LEVEL: HIGH

- 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: César M. Garcia

Age: 59

CEO Since: 2003

	2009	2010	2011
Base Salary	\$438,280	\$424,820	\$449,697
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$0	\$90,000	\$520,900
Benefits and Perquisites	\$16,106	\$26,371	\$28,262
TOTAL ANNUAL COMPENSATION	\$454,386	\$541,191	\$998,859
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$405,773	\$405,773	\$203,587
Stock Awards	\$128,007	\$128,007	\$490,500
TOTAL COMPENSATION	\$988,166	\$1,074,971	\$1,692,946
Median of Other Named Executive Officers Total Compensation	\$528,039	\$647,692	\$536,860
Value Realized on Exercise of Stock Option	\$118,000	\$0	\$596,708
Value Realized on Vesting of Stock	\$111,096	\$136,599	\$116,181
TOTAL REALIZED EQUITY COMPENSATION	\$229,096	\$136,599	\$712,889

Proxy Date: 12 Mar 2012

Annual Meeting Date: 27 Apr 2012

Equity Reserves: 28.61%

Stock Option Run Rate: 3.12%

IRIS International, Inc.

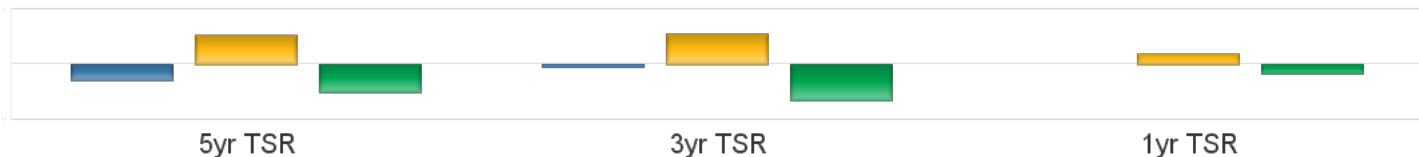
IRIS NASDAQ

Medical Equipment / Supplies / Distribution

Market Capitalization USD: **\$160.48 mm**

Performance Comparison

■ S&P500 ■ Industry ■ IRIS



Peer Comparisons (TRBC) =Medical Equipment / Supplies / Distribution

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
IRIS	IRIS International, Inc.	\$988,166	\$1,074,971	\$1,692,946	\$160,479,256
LDR	Landauer, Inc.	\$1,659,441	\$2,948,855	\$1,317,238	\$466,752,999
ATRI	Atrion Corporation	\$753,137	\$952,061		\$419,775,817
OSUR	OraSure Technologies, Inc.	\$1,039,298	\$1,364,974		\$374,250,766
CMN	Cantel Medical Corp.	\$1,442,157	\$1,154,931	\$1,407,082	\$363,482,655
ANGO	AngioDynamics, Inc.	\$2,198,562	\$698,140		\$330,191,617
CPTS	Conceptus, Inc.	\$1,934,963	\$1,646,682		\$327,060,205

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

Abaxis, Inc., Merit Medical Systems, Angiodynamics, Micrus Endo, Clariant, Natus Medical, Digirad, OraSure Tech, Genomic Health, Quidel, Genoptix, SenoRX, Kensey Nash, Sonosite, Luminex, Spectranetics, Meridian, Stereotaxis

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Stephen E. Wasserman	Chairman	65	Male	6	Outside
David T. Della Penta	Member	64	Male	2	Outside
Edward F. Voboril	Member	70	Male	4	Outside
Michael D. Matte	Member	52	Male	8	Outside
Richard G. Nadeau	Member	75	Male	13	Outside Related