



Virginia CEO pay report

Compensation of CEOs at Virginia's public companies with annual revenue of at least \$1 billion

Company	Executive	2012 BASE SALARY	2011 BASE SALARY	% CHANGE	2012 BONUS	2011 BONUS	% CHANGE	2012 SALARY AND BONUS	2011 SALARY AND BONUS	% CHANGE	EQUITY AWARDS	LONG-TERM CASH AWARDS	OTHER COMPENSATION	2012 TOTAL COMPENSATION	2011 TOTAL COMPENSATION	CHANGE
Capital One	Richard D. Fairbank	-	-	N/A	\$2,187,500	-	N/A	\$2,187,500	-	N/A	\$20,325,060	-	\$89,264	\$22,601,824	\$18,663,450	21%
Computer Sciences Corp.	J. Michael Lawrie ¹	\$1,250,000	N/A	N/A	3,002,000	N/A	N/A	4,252,000	N/A	N/A	16,593,267	-	442,921	21,288,188	N/A	N/A
General Dynamics	Jay L. Johnson ²	1,587,500	\$1,400,000	13%	3,600,000	\$3,600,000	0%	5,187,500	\$5,000,000	4%	12,337,413	-	485,849	18,010,762	16,058,080	12
Dollar Tree	Bob Sasser	1,301,923	1,080,769	20	1,847,813	1,813,020	2	3,149,736	2,893,789	9	13,676,384	-	63,670	16,889,790	6,144,416	175
Northrop Grumman	Wesley G. Bush	1,500,120	1,471,251	2	4,117,500	4,027,500	2	5,617,620	5,498,751	2	8,000,011	-	1,854,690	15,472,321	20,966,275	-26
Smithfield Foods	C. Larry Pope	1,100,000	1,100,000	0	4,707,032	13,265,880	-65	5,807,032	14,365,880	-60	7,064,000	-	332,368	13,203,400	18,735,607	-30
Altria Group	Martin J. Barrington ³	1,025,237	N/A	N/A	2,500,000	N/A	N/A	3,525,237	N/A	N/A	6,635,225	-	199,435	10,359,897	N/A	N/A
Norfolk Southern	Charles W. Moorman IV	1,000,000	950,000	5	1,343,250	1,320,500	2	2,343,250	2,270,500	3	7,180,142	-	217,310	9,740,702	9,576,745	2
Dominion Resources	Thomas F. Farrell II	1,300,500	1,220,000	7	976,982	1,147,500	-15	2,277,482	2,367,500	-4	3,500,005	\$ 2,247,000	186,699	8,211,186	12,177,860	-33
AES	Andres R. Gluski ⁴	1,000,000	N/A	N/A	1,455,000	N/A	N/A	2,455,000	N/A	N/A	4,245,845	847,014	153,506	7,701,365	N/A	N/A
Huntington Ingalls Industries	C. Michael Petters ⁵	900,000	N/A	N/A	2,025,000	N/A	N/A	2,925,000	N/A	N/A	4,499,986	-	25,499	7,450,485	N/A	N/A
CarMax	Thomas J. Foliard	1,086,154	1,037,308	5	1,203,088	898,560	34	2,289,242	1,935,868	18	4,610,764	-	283,140	7,183,146	6,116,884	17
Alliant Techsystems	Mark W. DeYoung	1,000,000	917,308	9	1,500,000	1,884,600	-20	2,500,000	2,801,908	-11	3,799,881	-	218,531	6,518,412	6,804,428	-4
Alpha Natural Resources	Kevin S. Crutchfield	1,070,385	1,029,615	4	523,710	528,000	-1	1,594,095	1,557,615	2	4,435,362	-	163,911	6,193,368	6,721,335	-8
Exelis	David F. Melcher ⁶	930,000	N/A	N/A	1,023,000	N/A	N/A	1,953,000	N/A	N/A	3,800,000	-	34,734	5,787,734	N/A	N/A
Gannett	Gracia C. Martore ⁷	882,692	N/A	N/A	1,600,000	N/A	N/A	2,482,692	N/A	N/A	2,929,316	-	117,283	5,529,291	N/A	N/A
The Brink's Co.	Thomas C. Schievelbein ⁸	790,833	N/A	N/A	741,600	N/A	N/A	1,532,433	N/A	N/A	3,612,823	-	252,836	5,398,092	N/A	N/A
CACI International	Paul M. Cofoni ⁹	780,000	756,300	3	1,982,220	2,211,665	-10	2,762,220	2,967,965	-7	2,419,200	-	202,216	5,383,636	5,187,449	4
SAIC	John P. Jumper ¹⁰	1,119,808	N/A	N/A	1,248,000	N/A	N/A	2,367,808	N/A	N/A	3,000,003	-	-	5,367,811	N/A	N/A
NII Holdings	Steven M. Shindler ¹¹	243,025	N/A	N/A	-	N/A	N/A	243,025	N/A	N/A	4,467,185	-	5,580	4,715,790	N/A	N/A
MeadWestvaco	John A. Luke Jr.	1,060,110	1,055,693	0	1,285,000	1,988,236	-35	2,345,110	3,043,929	-23	1,970,169	-	220,106	4,535,385	4,750,814	-5
ManTech International	George J. Pedersen	1,982,697	1,850,784	7	1,750,000	1,850,000	-5	3,732,697	3,700,784	1	-	-	195,486	3,928,183	3,852,731	2
Booz Allen Hamilton Holding Corp.	Ralph W. Shrader	1,162,500	1,162,500	0	612,266	439,379	39	1,774,766	1,601,879	11	431,385	-	1,635,421	3,841,572	2,602,873	48
AvalonBay Communities	Timothy J. Naughton ¹²	799,038	N/A	N/A	1,252,742	N/A	N/A	2,051,780	N/A	N/A	1,613,693	-	166,870	3,832,343	N/A	N/A
Universal Corp.	George C. Freeman III	798,200	775,000	3	1,343,400	-	N/A	2,141,600	775,000	176	1,428,252	-	17,790	3,587,642	1,993,033	80
Advance Auto Parts	Darren R. Jackson	700,000	700,000	0	-	601,650	-100	700,000	1,301,650	-46	2,750,008	-	56,726	3,506,734	4,169,193	-16
Genworth Financial	Martin P. Klein ¹³	724,344	N/A	N/A	1,000,000	N/A	N/A	1,724,344	N/A	N/A	1,529,910	-	165,221	3,419,475	N/A	N/A
Markel	Alan I. Kirshner	666,667	650,000	3	420,000	-	N/A	1,086,667	650,000	67	700,000	280,000	22,500	2,089,167	672,050	211
Owens & Minor	Craig R. Smith	878,391	852,807	3	-	138,916	-100	878,391	991,723	-11	1,084,120	-	46,391	2,008,902	2,121,956	-5
Orbital Sciences	David W. Thompson	715,000	700,000	2	643,500	542,000	19	1,358,500	1,242,000	9	508,800	-	27,504	1,894,804	1,877,392	1
NewMarket	Thomas E. Gottwald	866,667	775,000	12	725,000	660,000	10	1,591,667	1,435,000	11	101,241	-	43,333	1,736,241	1,573,592	10
NVR	Paul C. Saville	800,000	800,000	0	800,000	-	N/A	1,600,000	800,000	100	-	-	10,500	1,610,500	807,850	99
James River Coal	Peter T. Socha	775,000	765,635	1	300,000	350,000	-14	1,075,000	1,115,635	-4	178,665	-	33,140	1,286,805	1,699,529	-24
AVERAGE		\$954,544	\$956,817		\$1,423,078	\$1,693,973		\$2,377,622	\$2,650,790		\$4,815,533	\$99,236	\$234,980	\$7,527,370	\$6,966,979	
PERCENT CHANGE*		5.1%			-14.5%			-7.4%						4.0%		

COMPANY PERFORMANCE

Year TSR	FYE (Fiscal year end) Revenue (\$MM)	FYE (Fiscal year end) Net Income (\$MM)
37%	\$18,964.0	\$3,734.0
67	14,993.0	497.0
8	31,513.0	(332.0)
-6	7,394.5	619.3
19	25,218.0	1,978.0
-11	13,094.3	361.3
12	24,618.0	4,180.0
-12	11,040.0	1,749.0
2	13,093.0	324.0
-9	18,141.0	(915.0)
39	6,708.0	146.0
25	10,962.8	434.3
46	4,362.1	271.8
-52	6,974.9	(2,437.1)
29	5,522.0	330.0
41	5,353.2	424.3
8	3,842.1	106.8
-13	3,774.5	167.5
-2	11,173.0	523.0
-67	6,086.5	(765.2)
21	5,459.0	212.0
-14	2,582.3	95.0
28	5,758.1	219.1
7	1,038.7	265.1
24	2,461.7	117.9
4	6,205.0	387.7
15	10,023.0	323.0
5	3,000.1	250.3
6	8,908.1	109.0
-5	1,436.8	61.0
46	2,223.3	239.6
34	3,189.2	180.6
-54	1,099.6	(138.9)
9.4%	\$8,827.3	\$401.0

1. Lawrie became CEO on March 19, 2012. Change: Not calculated because the CEO was not in place for two complete years.
 2. Johnson retired Dec. 31, 2012. He was succeeded by Phebe Novakovic.
 3. Barrington became CEO on May 17, 2012. Change: Not calculated because the CEO was not in place for two complete years.
 4. Gluski became CEO on Sept. 30, 2011. Change: Not calculated because the CEO was not in place for two complete years.
 5. Petters became CEO on March 31, 2011. Change: Not calculated because the CEO was not in place for two complete years.
 6. Melcher became CEO on Oct. 31, 2011. Change: Not calculated because the CEO was not in place for two complete years.
 7. Martore became CEO on Oct. 6, 2011. Change: Not calculated because the CEO was not in place for two complete years.
 8. Schievelbein became interim CEO on December 24, 2011, and CEO on June 25, 2012. Change: Not calculated because the CEO was not in place for two complete years.
 9. Cofoni left the CEO position on July 1, 2012.
 10. Jumper became CEO on March 1, 2012. Change: Not calculated because the CEO was not in place for two complete years.
 11. Shindler became interim CEO on Dec. 14, 2012 and was appointed CEO in May 2013. Change: Not calculated because the CEO was not in place for two complete years.
 12. Naughton became CEO on Jan. 1, 2012. Change: Not calculated because the CEO was not in place for two complete years.
 13. Klein served as interim CEO from May 1, 2012 to Dec. 31, 2012. Change: Not calculated because the CEO was not in place for two complete years.

N/A Not applicable or not available
 TSR = Total shareholder return

Research by Equilar Inc. based on a company's most recent proxy.
 Source: Equilar, Inc. www.equilar.com

* The percentage change reflects the difference in compensation for CEOs in their jobs for at least two years.