

Compensation Tables

Disney

Fiscal 2013 Summary Compensation Table

The following table provides information concerning the total compensation earned in fiscal 2011, fiscal 2012 and fiscal 2013 by the chief executive officer, the chief financial officer and the three other persons serving as executive officers at the end of fiscal 2013 who were the most highly compensated executive officers of the Company in fiscal 2013. These five officers are referred to as the named executive officers or NEOs in this proxy statement. Information regarding the amounts in each column follows the table.

Name and Principal Position	Fiscal Year	Salary	Stock Awards ¹	Option Awards	Incentive Plan Compensation	Change in	All Other Compensation	Total
						Non-Equity Compensation		
Robert A. Iger Chairman and Chief Executive Officer	2013	\$2,500,000	\$8,804,278	\$8,478,239	\$13,570,000	\$—	\$968,538	\$34,321,055
	2012	2,500,000	9,532,500	7,750,008	16,520,000	3,124,640	800,700	40,227,848
	2011	2,000,000	8,100,073	4,800,008	15,500,000	2,071,385	962,932	33,434,398
James A. Rasulo Senior Executive Vice President and Chief Financial Officer	2013	1,649,231	3,118,894	2,039,996	3,850,000	—	37,912	10,696,033
	2012	1,487,500	3,010,525	1,800,010	4,075,000	1,791,533	32,548	12,197,116
	2011	1,436,538	2,936,333	1,740,007	3,750,000	1,190,059	21,205	11,074,142
Alan N. Braverman Senior Executive Vice President, General Counsel and Secretary	2013	1,284,769	1,590,028	1,040,008	2,950,000	—	58,632	6,923,437
	2012	1,230,000	1,672,514	1,000,003	3,370,000	970,913	56,328	8,299,758
	2011	1,186,538	1,620,086	960,004	3,100,000	853,475	73,102	7,793,205
Kevin A. Mayer Executive Vice President, Corporate Strategy and, Business Development	2013	866,785	1,400,869	719,998	1,275,000	—	31,738	4,294,390
	2012	783,552	1,010,249	604,001	1,307,000	486,821	35,517	4,207,140
	2011	740,894	1,019,278	604,005	1,207,000	313,052	20,085	3,904,314
M. Jayne Parker Executive Vice President and Chief Human Resources Officer	2013	687,308	856,177	560,005	990,000	—	40,425	3,133,915
	2012	643,750	936,625	560,005	1,105,000	705,057	38,880	3,989,117
	2011	625,000	911,337	540,002	1,010,000	441,259	38,205	3,565,803

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The following table summarizes adjustments made to base salaries for our named executive officers from 2012 to 2013:

	<u>2013 Base Salary (\$)</u>	<u>% Increase from 2012</u>
Kevin A. Plank, <i>Chairman of the Board and Chief Executive Officer</i>	26,000	0%
Brad Dickerson, <i>Chief Financial Officer</i>	500,000	8.7%
Kip J. Fulks, <i>Chief Operating Officer and President of Product</i>	556,200	3.0%
Henry B. Stafford, <i>President of North America</i>	545,900	3.0%
Byron K. Adams, Jr., <i>Senior Advisor to the Chairman</i>	515,000	3.0%

Annual Cash Incentive Award

Plan Design and Performance Measures

We have an annual cash incentive plan for our executive officers. Under the plan, executives are eligible for a cash incentive award based primarily on company performance during the year. The primary performance measures considered for 2013 were net revenues and profitability.

- *Net Revenues*

For 2013, company performance was assessed first on the level of net revenue growth. If the company achieved a certain minimum net revenue growth for 2013, then executives would be eligible for annual incentive awards under the plan. Management and the Compensation Committee viewed net revenue growth as a fundamental indicator of our business strength.

- *Profitability*

In addition, our 2013 plan included levels of operating income growth for 2013. Assuming the minimum net revenue growth was achieved, annual incentive award amounts would vary based on our operating income for 2013, which includes the impact of the incentive awards. Operating income measures were included to ensure that management was operating the business in a profitable manner.

- *Other Performance Measures*

Our annual cash incentive plan for 2013 was based primarily on the overall company performance measures described above. For executives in charge of certain business units, including Mr. Stafford who has oversight responsibility for our U.S. wholesale sales, U.S. retail and U.S. ecommerce businesses, 50% of their incentive award was tied to the performance of their respective business units based primarily on the net revenue growth and profitability of the business units. These measures, when combined with the other business units, align with the consolidated measures discussed above.

Company Description [Expand](#)

Unilever

Unilever Plc is a multinational consumer goods company that provides fast moving consumer goods. Its product categories include savoury, dressings and spread, ice cream and beverages; personal care, and home care. The company's brands include Axe/Lynx, Blue Band, Dove, Bece/Flora, Heartbrand Ice cr...

Valuation

P/E Current	19.09
P/E Ratio (with extraordinary items)	17.97
P/E Ratio (without extraordinary items)	17.09
Price to Sales Ratio	1.67
Price to Book Ratio	5.91
Price to Cash Flow Ratio	14.20
Enterprise Value to EBITDA	10.75
Enterprise Value to Sales	1.98
Total Debt to Enterprise Value	0.12

Efficiency

Revenue/Employee	243,076.00
Income Per Employee	23,635.00
Receivables Turnover	11.77
Total Asset Turnover	1.12

Liquidity

Current Ratio	0.70
Quick Ratio	0.47
Cash Ratio	0.17

Profitability

Gross Margin	41.27
Operating Margin	15.32
Pretax Margin	14.06
Net Margin	9.72
Return on Assets	10.92
Return on Equity	33.95
Return on Total Capital	19.67
Return on Invested Capital	22.54

Capital Structure

Total Debt to Total Equity	78.10
Total Debt to Total Capital	43.85
Total Debt to Total Assets	24.61
Long-Term Debt to Equity	51.53
Long-Term Debt to Total Capital	28.93

Officers and Executives

Name	Age	Officer Since	Title
Mr. Michael Treschow	71	2007	Non-Executive Chairman
Mr. Paulus Gerardus J. Polman	57	2008	Chief Executive Officer & Executive Director
Mr. Harish Manwani	60	2005	Chief Operating Officer
Mr. Raoul Jean-Marc Sidney Huët	45	2010	Chief Financial Officer & Executive Director
Dr. Geneviève B. Berger	59	2008	Chief Scientific Officer


2013 Compensation

Set forth below is the 2013 compensation for each of our named executive officers, as required to be reported in the Summary Compensation Table pursuant to U.S. Securities and Exchange Commission (SEC) rules. Please see the notes accompanying the Summary Compensation Table on page 43 for more information.

Name and Principal Position	Salary (\$)	Bonus (\$)	Stock Awards (\$)	Option Awards (\$)	Non-Equity Incentive Plan Compensation (\$)	Change in Pension Value and Nonqualified Deferred Compensation Earnings (\$)	All Other Compensation (\$)	Total (\$)
Lowell C. McAdam Chairman and CEO	1,480,769	0	9,375,077	0	4,125,000	64,886	780,874	15,826,606
Daniel S. Mead Executive Vice President and President and CEO – Verizon Wireless	880,769	0	4,725,020	0	1,089,000	199,644	286,634	7,181,067
Francis J. Shammo Executive Vice President and CFO	760,577	0	4,068,783	0	937,750	10,475	163,476	5,941,061
John G. Stratton Executive Vice President and President – Verizon Enterprise Solutions	715,385	0	3,806,297	0	877,250	37,128	139,433	5,575,493
Randal S. Milon Executive Vice President – Public Policy and General Counsel	666,154	0	3,350,006	0	810,700	73,527	129,710	5,030,097





Meeting Information

Date and Location May 1, 2014
 Sheraton Phoenix Downtown
 340 N. 3rd Street
 Phoenix, Arizona 85004

	Scan this QR code for directions to the annual meeting
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Voting

Shareholders as of the record date, March 3, 2014, are entitled to vote. Each share of Verizon stock is entitled to one vote for each Director nominee and one vote for each of the other proposals to be voted on. If you are a registered shareholder, you may vote your shares by:

	Going online to www.envisionreports.com/vz		Calling toll-free from the U.S., U.S. territories and Canada to 1-800-852-8636
	Scanning this QR code to vote with your mobile device		Mailing your signed proxy card or voting instruction form

If you hold your shares through a bank, broker or other institution, or if Computershare holds Crest Depository Instruments representing underlying Verizon shares (CDIs) on your behalf through the Verizon Corporate Sponsored Nominee, you may vote your shares by any method specified on the voting instruction form that they provide.

Company Overview of The Hearst Corporation

Hearst

Snapshot

People

Overview

Board Members

Committees

Key Executives For The Hearst Corporation

Name	Board Relationships	Title	Age
Steven R. Swartz	184 Relationships	Chief Executive Officer, President and Director	52
Mitchell Scherzer	23 Relationships	Chief Financial Officer, Senior Vice President and Director	52
David J. Barrett	80 Relationships	Director, Chairman of Hearst Television Inc., Chief Executive Officer of Hearst Television and President of Hearst Television, Inc.	38
Duncan Edwards	30 Relationships	Director, Chief Executive Officer of Hearst Magazines International and President of Hearst Magazines International	50
Anna Jones	No Relationships	Chief Executive Officer of Hearst Magazines UK and Chief Operating Officer of Hearst Magazines UK	39

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Executive Compensation

The following tables, footnotes, and narratives provide information regarding the compensation, benefits, and equity holdings in the Company for the NEOs.

Summary Compensation

The following table and footnotes provide information regarding the compensation of the NEOs, for the fiscal years shown.

Summary Compensation

FY 2013-14 Summary Compensation Table

Name and Principal Position	Year	Salary (\$)	Bonus ¹ (\$)	Stock Awards ² (\$)	Option Awards ³ (\$)	Change in Pension Value and Nonqualified Deferred Compensation Earnings ⁴ (\$)	All Other Compensation ⁵ (\$)	Total (\$)
A.G. Lafley Chairman of the Board, President and Chief Executive Officer	2013-14	2,000,000	4,400,000	12,230,582	0	0	873,771	19,504,353
	2012-13	217,391	1,632,000	0	0	0	187,264	2,036,655 ⁶
Jon R. Moeller Chief Financial Officer	2013-14	850,000	897,600	3,908,749	1,295,683	0	65,830	7,017,862
	2012-13	850,000	1,066,257	2,792,554	1,092,006	0	67,757	5,868,574
	2011-12	825,000	762,127	2,669,053	1,029,608	0	60,815	5,346,603
Werner Gelsler Vice Chairman - Global Operations	2013-14	1,045,000	1,103,520	2,826,682	1,979,778	209,000	155,277	7,319,257
	2012-13	1,045,000	1,310,869	2,734,261	1,736,004	0	73,609	6,899,743
	2011-12	1,045,000	967,529	2,551,836	1,747,200	421,000	149,240	6,881,805
Martin Riand Group President - Global Baby, Feminine and Family Care	2013-14	907,500	845,222	2,475,696	580,065	914,000	1,595,401	7,317,884
Giovanni Ciserani Group President - Global Fabric and Home Care	2013-14	755,833	938,995	1,705,374	1,160,129	226,000	356,281	5,142,612

¹ For FY 2013-14, Bonus reflects 2013-14 STAR awards that will be paid on September 15, 2014. Each NEO that participated in STAR can elect to take his STAR award in cash, deferred compensation, RSUs, or stock options. For FY 2013-14, Mr. Lafley chose to take his STAR award as deferred compensation. Messrs. Gelsler and Riand elected Stock Options. The other NEOs took their awards in cash.

² For FY 2013-14, Stock Awards include the grant date fair value of any PST Restoration Program and International Retirement Plan awards and the PSUs granted in February 2014 under the PSP. For Messrs. Lafley, Moeller, and Riand, FY 2013-14 Stock Awards also include the grant date fair value of RSUs granted in February 2014 under the Key Manager Stock Grant. Mr. Moeller's FY 2013-14 Stock Awards also includes the Special Equity Award described on page 32. The fair value of these awards is determined in accordance with FASB ASC Topic 718. Pursuant to SEC rules, the amounts shown exclude the impact of forfeitures related to service-based vesting conditions. Please see Note 8 to the Consolidated Financial Statements contained in the Company's 2014 Annual Report on Form 10-K for more information. For more information regarding these awards, including retention and vesting requirements and applicable performance measures, see pages 29-32 of the Compensation Discussion & Analysis.

³ Option Awards for FY 2013-14 include the grant date fair value of each Key Manager Stock Grant, determined in accordance with FASB ASC Topic 718. Pursuant to SEC rules, the

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General Electric

GOVERNANCE

STOCK OWNERSHIP INFORMATION

NAMED EXECUTIVES	STOCK¹	TOTAL²
Jeffrey R. Immelt	1,908,567	5,358,804
Jeffrey S. Bornstein	1,863,337	4,138,430
Daniel C. Heintzelman ³	1,568,868	3,728,701
John G. Rice ³	4,280,409	6,568,886
Keith S. Sherin ³	4,195,021	6,320,301
Brackett B. Denniston III	4,742,778	5,302,802

ALL DIRECTORS AND EXECUTIVES	STOCK¹	TOTAL²
As a group (27) ⁵	23,111,565	40,341,767

5% BENEFICIAL OWNERS	STOCK¹
BlackRock, Inc. ⁶	590,579,444