




**Advance Auto Parts, Inc.**

AAP NYSE

Retail - Specialty

Market Capitalization USD:

\$4,283.96 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: Darren R. Jackson**Age: 47****CEO Since: 2008**

	2009	2010	2011
Base Salary	\$700,000	\$700,000	\$700,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$1,792,000	\$2,310,000	\$601,650
Benefits and Perquisites	\$74,014	\$106,189	\$117,541
TOTAL ANNUAL COMPENSATION	\$2,566,014	\$3,116,189	\$1,419,191
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$843,769	\$2,137,515	\$2,062,502
Stock Awards	\$281,287	\$712,502	\$687,500
TOTAL COMPENSATION	\$3,691,070	\$5,966,206	\$4,169,193
Median of Other Named Executive Officers Total Compensation	\$1,556,988	\$2,004,584	\$1,399,368
Value Realized on Exercise of Stock Option	\$0	\$4,876,562	\$0
Value Realized on Vesting of Stock	\$221,980	\$518,435	\$7,527,890
TOTAL REALIZED EQUITY COMPENSATION	\$221,980	\$5,394,997	\$7,527,890

Proxy Date: 16 Apr 2012

Annual Meeting Date: 15 May 2012

Equity Reserves: 16.28%

Stock Option Run Rate: 0.50%

Advance Auto Parts, Inc.

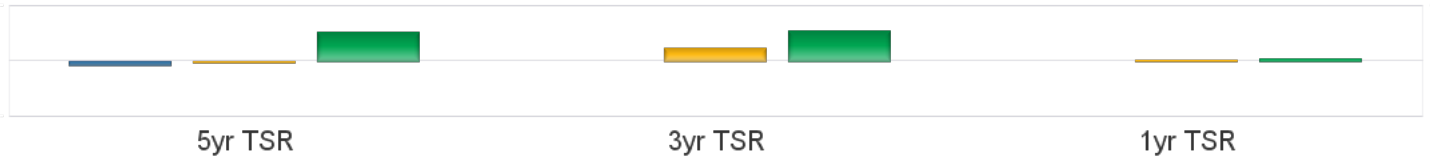
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Performance Comparison

■ S&P500 ■ Industry ■ AAP



Peer Comparisons (TRBC) =Retail - Specialty

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
AAP	Advance Auto Parts, Inc.	\$3,691,070	\$5,966,206	\$4,169,193	\$4,283,955,218
SPLS	Staples, Inc.	\$10,759,001	\$15,165,193		\$9,432,218,953
ORLY	O'Reilly Automotive, Inc.	\$3,541,095	\$4,896,696	\$3,696,252	\$9,057,934,394
KMX	CarMax, Inc.	\$2,732,482	\$5,304,112		\$5,400,356,024
PETM	PetSmart, Inc.	\$5,298,326	\$6,520,020		\$4,808,462,634
AN	AutoNation, Inc.	\$5,163,879	\$6,765,622	\$6,428,361	\$4,778,468,999
TSCO	Tractor Supply Company	\$7,443,446	\$7,222,212	\$7,412,589	\$4,465,088,714

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

AutoZone, LKQ Corp., Sherwin-Williams, Bed Bath & Beyond, OfficeMax, Tractor Supply, Dollar General, O'Reilly Automotive, Uni-Select, Dollar Tree, Pep Boys Manny Moe & Jack, Wesco Intl., Family Dollar, PetSmart, Williams-Sonoma, Fastenal, RadioShack, W.W. Grainger, Genuine Parts.

Performance Peer Group

AutoZone, LKQ Corp., Sherwin-Williams, Bed Bath & Beyond, OfficeMax, Tractor Supply, Dollar General, O'Reilly Automotive, Uni-Select, Dollar Tree, Pep Boys Manny Moe & Jack, Wesco Intl., Family Dollar, PetSmart, Williams-Sonoma, Fastenal, RadioShack, W.W. Grainger, Genuine Parts.

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
J. Paul Raines	Chairman	47	Male	2	Outside
Fiona Dias	Member	46	Female	3	Outside
Frances X. Frei	Member	48	Female	3	Outside
John F. Berastrom	Member	65	Male	4	Outside

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