



**Affiliated Managers Group, Inc.****AMG NYSE****Investment Services**

Market Capitalization USD:

\$4,062.97 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: Sean M. Healey**Age: 50****CEO Since: 2005**

	2009	2010	2011
Base Salary	\$750,000	\$750,000	\$750,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$5,000,000	\$7,000,000	\$5,000,000
Benefits and Perquisites	\$138,269	\$144,321	\$69,054
TOTAL ANNUAL COMPENSATION	\$5,888,269	\$7,894,321	\$5,819,054
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$5,143,500	\$7,074,000	\$4,543,500
Stock Awards	\$7,000,000	\$5,000,000	\$4,500,000
TOTAL COMPENSATION	\$18,031,769	\$19,968,321	\$14,862,554
Median of Other Named Executive Officers Total Compensation	\$6,836,932	\$8,391,240	\$6,288,098
Value Realized on Exercise of Stock Option	\$4,244,288	\$5,391,074	\$6,127,071
Value Realized on Vesting of Stock	\$565,980	\$3,601,950	\$3,914,110
TOTAL REALIZED EQUITY COMPENSATION	\$4,810,268	\$8,993,024	\$10,041,181

Proxy Date: 30 Apr 2012

Annual Meeting Date: 18 Jun 2012

Equity Reserves: 16.73%

Stock Option Run Rate: 1.17%

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AMG NYSE

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Performance Comparison

■ S&P500 ■ Industry ■ AMG



Peer Comparisons (TRBC) - Investment Services

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
AMG	Affiliated Managers Group, Inc.	\$18,031,769	\$19,968,321	\$14,862,554	\$4,062,970,019
AMP	Ameriprise Financial, Inc.	\$18,825,496	\$17,708,144	\$18,849,585	\$9,292,058,891
ICE	IntercontinentalExchange, Inc.	\$6,795,519	\$3,183,353	\$8,675,780	\$8,687,850,038
AMTD	TD Ameritrade Holding Corporation	\$8,096,773	\$5,971,666	\$5,977,528	\$8,314,113,490
IVZ	Invesco Ltd.	\$7,764,221	\$11,508,402	\$13,420,458	\$7,166,051,379
NYX	NYSE Euronext	\$7,273,923	\$7,058,040	\$9,089,266	\$6,088,880,000
FDS	FactSet Research Systems Inc.	\$1,146,811	\$1,636,888		\$4,124,981,325

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

AllianceBernstein Holding L.P., Ameriprise Financial, Inc., BlackRock, Inc., Eaton Vance Corp., Federated Investors, Inc., Franklin Resources, Inc., Invesco Ltd., Janus Capital Group Inc., Legg Mason Inc., T. Rowe Price Group, Inc., and Waddell & Reed Financial, Inc.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Patrick T. Rvan	Chairman	53	Male	7	Outside
Harold J. Meverman	Member	73	Male	13	Outside Related
Jide J. Zeitlin	Member	48	Male	6	Outside
Samuel T. Byrne	Member	47	Male	3	Outside

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