



Ascent Capital Group, Inc.



ASCM NASDAQ

Business Support / Supplies

Market Capitalization USD:

\$567.15 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: William R. Fitzgerald

Age: 54

CEO Since: 2008

	2009	2010	2011
Base Salary	\$426,248	\$426,000	\$553,823
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$0	\$0	\$0
Benefits and Perquisites	\$5,384	\$15,659	\$3,430
TOTAL ANNUAL COMPENSATION	\$431,632	\$441,659	\$557,253
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$0	\$0	\$1,028,882
Stock Awards	\$0	\$160,007	\$2,236,856
TOTAL COMPENSATION	\$431,632	\$601,666	\$3,822,991
Median of Other Named Executive Officers Total Compensation	\$824,278	\$871,959	\$2,099,548
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$583,270	\$845,036	\$1,566,113
TOTAL REALIZED EQUITY COMPENSATION	\$583,270	\$845,036	\$1,566,113

Proxy Date: 30 Apr 2012

Annual Meeting Date: 2 Jul 2012

Equity Reserves: 16.89%

Stock Option Run Rate: 2.24%

Ascent Capital Group, Inc.

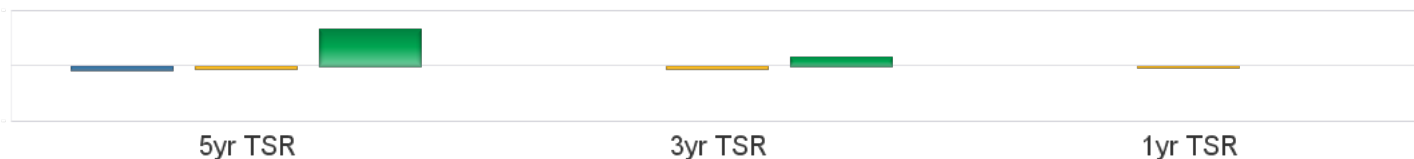
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Performance Comparison

■ S&P500 ■ Industry ■ ASCMA



Peer Comparisons (TRBC) =Business Support / Supplies

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
ASCSA	Ascent Capital Group, Inc.	\$431,632	\$601,666	\$3,822,991	\$567,148,337
ACTG	Acacia Research Corporation	\$789,696	\$1,255,154	\$4,385,488	\$1,543,000,565
FCN	FTI Consulting, Inc.	\$3,851,456	\$3,592,007	\$4,944,250	\$1,529,647,758
WXS	Wright Express Corporation	\$2,901,346	\$4,239,654	\$2,668,455	\$1,469,943,734
BRC	Brady Corporation	\$1,831,916	\$3,957,797		\$1,395,047,923
WOOF	VCA Antech, Inc.	\$1,861,929	\$5,266,314	\$12,278,595	\$1,383,794,364
DFT	DuPont Fabros Technology, Inc.	\$2,050,529	\$3,002,250	\$3,204,295	\$1,229,551,068

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

Technology: Ancestry.com, Inc., Broadview Networks Holdings, Inc., Digital Globe, Inc., Fortinet, Inc., J2 Global, Inc., National Cinemedia, Inc., Shutterfly, Inc.

Subscription/Service-based: Earthlink Inc., Iridium Communications, Inc., Interval Leisure Group, Inc., K12, Inc., Mobile Mini, Inc., Ntelos Holdings Corp., Pre-Paid Legal Services, Inc., Protection One, Inc., TiVo, Inc., USA Mobility, Inc., Vonage Holdings Corp.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Michael J. Pohl	Chairman	60	Male	4	Outside
Brian C. Mulligan	Member	52	Male	4	Outside
Philip J. Holthouse	Member	53	Male	4	Outside

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