



**Barrett Business Services, Inc.**




**BBSI NASDAQ**

**Business Support / Supplies**

Market Capitalization USD:

**\$141.20 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: Michael Elich**

**Age: 47**

**CEO Since: 2011**

	2009	2010	2011
<b>Base Salary</b>	\$350,000	\$433,333	\$298,558
<b>Discretionary Bonus</b>	\$0	\$0	\$63,704
<b>Annual Cash Incentive</b>	\$0	\$32,428	\$45,252
<b>Benefits and Perquisites</b>	\$142,902	\$141,709	\$21,302
<b>TOTAL ANNUAL COMPENSATION</b>	<b>\$492,902</b>	<b>\$607,470</b>	<b>\$428,816</b>
<b>Increase in Post-Retirement Benefits</b>	\$0	\$0	\$0
<b>Stock Option Awards</b>	\$10,218	\$10,945	\$542,618
<b>Stock Awards</b>	\$0	\$0	\$0
<b>TOTAL COMPENSATION</b>	<b>\$503,120</b>	<b>\$618,415</b>	<b>\$971,434</b>
<b>Median of Other Named Executive Officers Total Compensation</b>	\$282,500	\$286,401	\$471,940
<b>Value Realized on Exercise of Stock Option</b>	\$2,019,825	\$0	\$0
<b>Value Realized on Vesting of Stock</b>	\$0	\$0	\$0
<b>TOTAL REALIZED EQUITY COMPENSATION</b>	<b>\$2,019,825</b>	<b>\$0</b>	<b>\$0</b>

**Proxy Date:** 26 Apr 2012

**Annual Meeting Date:** 30 May 2012

**Equity Reserves:** 18.67%

**Stock Option Run Rate:** 2.17%

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## Performance Comparison

■ S&P500 ■ Industry ■ BBSI



## Peer Comparisons (TRBC) =Business Support / Supplies

### Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
<b>BBSI</b>	<b>Barrett Business Services, Inc.</b>	<b>\$503,120</b>	<b>\$618,415</b>	<b>\$971,434</b>	<b>\$141,203,822</b>
KNXA	Kenexa Corporation	\$811,015	\$1,769,634	\$3,523,760	\$423,001,176
KFRC	Kforce Inc.	\$6,821,368	\$8,213,800		\$417,904,489
TISI	Team, Inc.	\$1,679,553	\$1,111,644		\$409,502,472
KELYA	Kelly Services, Inc.	\$957,565	\$2,622,503	\$3,806,871	\$380,322,000
ICFI	ICF International, Inc.	\$1,676,524	\$2,760,616	\$2,524,718	\$371,691,130
MYRG	MYR Group Inc.	\$917,593	\$1,567,670	\$2,062,367	\$359,872,563

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

NA

### Performance Peer Group

NA

## COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
James B. Hicks	Chairman	65	Male	11	Outside Related
Jon L. Justesen	Member	60	Male	8	Outside
Thomas J. Carlev	Member	53	Male	12	Outside Related

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