



Bravo Brio Restaurant Group, Inc.


BBRG NASDAQ

Restaurants

Market Capitalization USD:

\$321.42 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: Saed Mohseni

Age: 49

CEO Since: 2007

	2009	2010	2011
Base Salary		\$518,000	\$525,308
Discretionary Bonus		\$0	\$0
Annual Cash Incentive		\$155,400	\$128,000
Benefits and Perquisites		\$0	\$0
TOTAL ANNUAL COMPENSATION		\$673,400	\$653,308
Increase in Post-Retirement Benefits		\$0	\$0
Stock Option Awards		\$0	\$0
Stock Awards		\$507,000	\$0
TOTAL COMPENSATION		\$1,180,400	\$653,308
Median of Other Named Executive Officers Total Compensation		\$494,275	\$248,891
Value Realized on Exercise of Stock Option		\$0	\$0
Value Realized on Vesting of Stock		\$0	\$138,000
TOTAL REALIZED EQUITY COMPENSATION		\$0	\$138,000

Proxy Date: 12 Mar 2012

Annual Meeting Date: 1 May 2012

Equity Reserves: 14.19%

Stock Option Run Rate: 0.22%

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Performance Comparison

■ vs S&P500 ■ vs Industry ■ BBRG



Peer Comparisons (TRBC) =Restaurants

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
BBRG	Bravo Brio Restaurant Group, Inc.		\$1,180,400	\$653,308	\$321,420,552
TXRH	Texas Roadhouse, Inc.	\$1,800,000	\$1,742,400		\$944,398,197
JACK	Jack in the Box Inc.	\$7,107,658	\$4,503,110	\$5,305,780	\$923,996,590
CBRL	Cracker Barrel Old Country Store, Inc.	\$4,736,509	\$6,183,455		\$915,153,130
BOBE	Bob Evans Farms, Inc.	\$3,262,198	\$3,861,593		\$865,080,019
PZZA	Papa John's International, Inc.	\$2,319,643	\$2,614,516	\$2,745,219	\$769,377,032
DIN	DineEquity, Inc.	\$2,572,012	\$4,664,973		\$714,134,953

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
David B. Pittawav	Chairman	60	Male	6	Outside Related
Fortunato N. Valenti	Member	64	Male	2	Outside
Harold O. Rosser	Member	63	Male	6	Outside Related

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