



Buckle, Inc. (The)


BKE NYSE

Retail - Apparel / Accessories

Market Capitalization USD:

\$1,821.21 mm

CONCERN LEVEL: LOW

- 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: Dennis H. Nelson

Age: 62

CEO Since: 1997

	2009	2010	2011
Base Salary	\$900,000	\$925,000	\$950,000
Discretionary Bonus	\$4,545,853	\$2,805,377	\$5,228,163
Annual Cash Incentive	\$0	\$0	\$0
Benefits and Perquisites	\$281,944	\$263,020	\$190,681
TOTAL ANNUAL COMPENSATION	\$5,727,797	\$3,993,397	\$6,368,844
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$1,903,500	\$1,278,900	\$3,203,100
TOTAL COMPENSATION	\$7,631,297	\$5,272,297	\$9,571,944
Median of Other Named Executive Officers Total Compensation	\$1,575,547	\$1,128,788	\$1,943,620
Value Realized on Exercise of Stock Option	\$4,538,340	\$15,698,587	\$877,175
Value Realized on Vesting of Stock	\$2,631,825	\$2,908,170	\$2,866,185
TOTAL REALIZED EQUITY COMPENSATION	\$7,170,165	\$18,606,757	\$3,743,360

Proxy Date: 20 Apr 2012

Annual Meeting Date: 1 Jun 2012

Equity Reserves: 1.04%

Stock Option Run Rate: 0.00%

Buckle, Inc. (The)

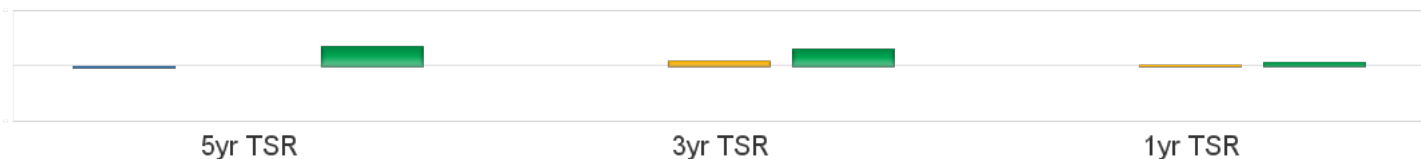
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Performance Comparison

■ S&P500 ■ Industry ■ BKE



Peer Comparisons (TRBC) =Retail - Apparel / Accessories

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
BKE	Buckle, Inc. (The)	\$7,631,297	\$5,272,297	\$9,571,944	\$1,821,208,110
ANF	Abercrombie & Fitch Co.	\$36,335,644	\$23,244,908		\$5,352,036,680
URBN	Urban Outfitters, Inc.	\$3,169,739	\$29,944,180	\$950,414	\$3,433,925,326
FL	Foot Locker, Inc.	\$2,848,230	\$8,060,791	\$14,059,147	\$3,072,918,746
GES	Guess?, Inc.	\$15,220,426	\$9,799,620		\$2,643,234,849
AEO	American Eagle Outfitters, Inc.	\$17,946,755	\$9,214,977		\$2,284,241,970
ASNA	Ascena Retail Group, Inc.	\$1,932,613	\$6,747,800		\$2,097,196,302

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
John P. Peetz	Chairman	62	Male	6	Outside
Bill L. Fairfield	Member	65	Male	16	Outside Related
Bruce L. Hoberman	Member	65	Male	12	Outside Related
Michael E. Huss	Member	57	Male	3	Outside
Robert E. Campbell	Member	69	Male	21	Outside Related