



Cape Bancorp, Inc.

CBNJ NASDAQ

Banks

Market Capitalization USD:

\$94.13 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: Michael D. Devlin

Age: 62

CEO Since: 2009

	2009	2010	2011
Base Salary	\$240,000	\$252,923	\$300,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$0	\$0	\$0
Benefits and Perquisites	\$470,722	\$323,677	\$25,910
TOTAL ANNUAL COMPENSATION	\$710,722	\$576,600	\$325,910
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$0	\$987,000	\$0
Stock Awards	\$0	\$0	\$0
TOTAL COMPENSATION	\$710,722	\$1,563,600	\$325,910
Median of Other Named Executive Officers Total Compensation	\$289,830	\$448,794	\$294,249
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$0	\$0	\$0
TOTAL REALIZED EQUITY COMPENSATION	\$0	\$0	\$0

Proxy Date: 23 Mar 2012

Annual Meeting Date: 30 Apr 2012

Equity Reserves:

Stock Option Run Rate: 3.17%

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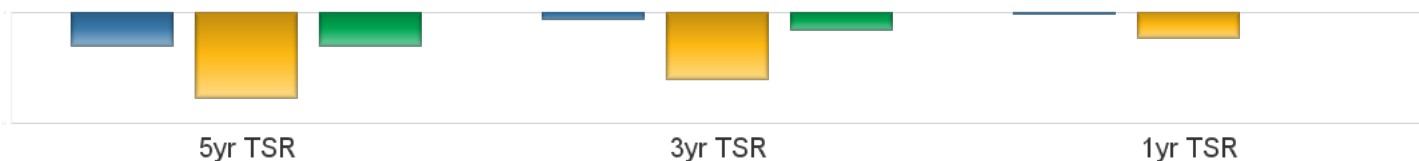
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Performance Comparison

■ S&P500 ■ Industry ■ CBNJ



Peer Comparisons (TRBC) =Banks

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
CBNJ	Cape Bancorp, Inc.	\$710,722	\$1,563,600	\$325,910	\$94,126,593
TOWN	TowneBank	\$1,974,299	\$2,279,821		\$280,388,588
UBSH	Union First Market Bankshares Corporation	\$459,532	\$774,867	\$836,588	\$279,224,879
CACB	Cascade Bancorp	\$632,850	\$769,134		\$275,365,335
WSFS	WSFS Financial Corporation	\$628,842	\$532,679	\$1,054,744	\$271,635,825
FBC	Flagstar Bancorp, Inc.	\$863,119	\$6,472,124		\$271,549,415
WCBO	West Coast Bancorp	\$407,545	\$870,891	\$884,814	\$269,963,694

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

Specific peer companies not disclosed.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Thomas K. Ritter	Chairman	56	Male	4	Outside
Frank J. Glaser	Member	63	Male	6	Outside
Joanne D. Kav	Member	66	Female	10	Outside Related
Mark Benevento	Member	52	Male	2	Outside
Matthew J. Revnolds	Member	41	Male	8	Outside
Robert F. Garrett	Member	73	Male	38	Outside Related

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