





**Cbeyond, Inc.****CBEY NASDAQ****Integrated Telecommunications Services**

Market Capitalization USD:

\$216.84 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: James F. Geiger**Age: 53****CEO Since: 1999**

	2009	2010	2011
Base Salary	\$400,000	\$400,000	\$400,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$472,157	\$566,400	\$450,000
Benefits and Perquisites	\$19,457	\$7,000	\$8,575
TOTAL ANNUAL COMPENSATION	\$891,614	\$973,400	\$858,575
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$0	\$523,500	\$389,346
Stock Awards	\$430,457	\$444,500	\$300,236
TOTAL COMPENSATION	\$1,322,071	\$1,941,400	\$1,548,157
Median of Other Named Executive Officers Total Compensation	\$624,817	\$1,060,469	\$705,729
Value Realized on Exercise of Stock Option	\$1,572,261	\$0	\$0
Value Realized on Vesting of Stock	\$231,223	\$403,224	\$493,207
TOTAL REALIZED EQUITY COMPENSATION	\$1,803,484	\$403,224	\$493,207

Proxy Date: 27 Apr 2012

Annual Meeting Date: 8 Jun 2012

Equity Reserves: 15.11%

Stock Option Run Rate: 0.59%

Cbeyond, Inc.

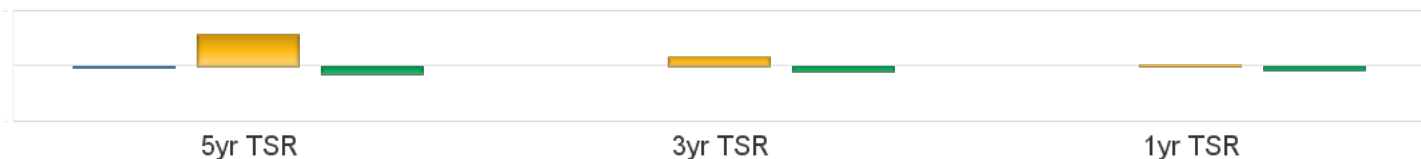
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Performance Comparison

■ S&P500 ■ Industry ■ CBEY



Peer Comparisons (TRBC) = Integrated Telecommunications Services

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
CBEY	Cbeyond, Inc.	\$1,322,071	\$1,941,400	\$1,548,157	\$216,839,999
CBB	Cincinnati Bell Inc.	\$4,985,633	\$8,562,462	\$6,064,213	\$614,651,570
VG	Vonage Holdings Corp.	\$4,679,309	\$6,027,597	\$5,598,900	\$585,250,489
CNSL	Consolidated Communications Holdings, Inc.	\$1,825,269	\$1,758,451		\$540,053,996
ATNI	Atlantic Tele-Network, Inc.	\$1,947,305	\$1,627,131		\$506,363,672
KNOL	Knology, Inc.	\$1,108,820	\$1,751,143		\$488,728,839
TNS	TNS, Inc.	\$2,765,988	\$640,321	\$3,450,039	\$478,742,883

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

AboveNet Communications Inc., Equinix, Inc, NTELOS Holding Corp., USA Mobility, Akamai Technologies, Inc., iBasis, Inc., PAETEC Holding, Vonage Holdings, Inc., Cogent Communications Group, j2 Global Communications, Inc., Premier Global Services, Websense, Inc., Digital River, NeuStar, Inc., Synchronoss Technologies, Inc.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Kevin Costello	Chairman	50	Male	2	Outside
Bonnie P. Wurzbacher	Member	55	Female	1	Outside
David A. Roan	Member	54	Male	6	Outside

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