



CenterState Banks, Inc.




CSFL NASDAQ

Banks

Market Capitalization USD:

\$157.11 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: Ernest S. Pinner

Age: 64

CEO Since: 2002

	2009	2010	2011
Base Salary	\$350,000	\$350,000	\$350,000
Discretionary Bonus	\$60,500	\$16,900	\$103,483
Annual Cash Incentive	\$0	\$16,900	\$16,900
Benefits and Perquisites	\$7,256	\$32,531	\$29,240
TOTAL ANNUAL COMPENSATION	\$417,756	\$416,331	\$499,623
Increase in Post-Retirement Benefits	\$219,956	\$232,252	\$244,547
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$60,492	\$0	\$0
TOTAL COMPENSATION	\$698,204	\$648,583	\$744,170
Median of Other Named Executive Officers Total Compensation	\$249,951	\$715,840	\$361,150
Value Realized on Exercise of Stock Option	\$0	\$112,308	\$31,314
Value Realized on Vesting of Stock	\$0	\$0	\$36,260
TOTAL REALIZED EQUITY COMPENSATION	\$0	\$112,308	\$67,574

Proxy Date: 13 Mar 2012

Annual Meeting Date: 26 Apr 2012

Equity Reserves: 11.46%

Stock Option Run Rate: 0.24%

CenterState Banks, Inc.

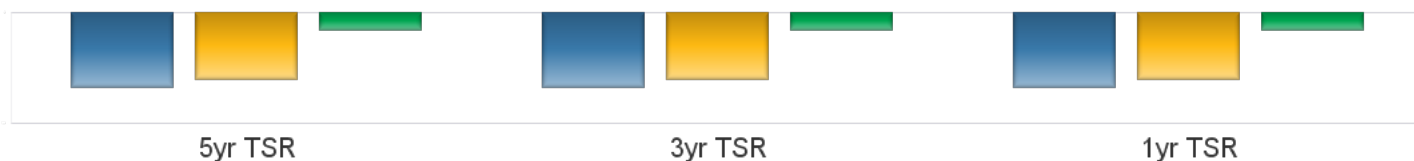
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Performance Comparison

■ vs S&P500 ■ vs Industry ■ CSFL



Peer Comparisons (TRBC) =Banks

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
CSFL	CenterState Banks, Inc.	\$698,204	\$648,583	\$744,170	\$157,105,706
INDB	Independent Bank Corp.	\$1,924,710	\$1,982,595		\$466,642,599
WSBC	WesBanco, Inc.	\$518,397	\$874,315	\$949,750	\$460,954,221
FIBK	First Interstate BancSystem, Inc.	\$1,353,082	\$783,245		\$460,003,207
BPFH	Boston Private Financial Holdings, Inc.	\$2,109,286	\$3,336,842	\$2,832,442	\$458,824,167
BRKL	Brookline Bancorp, Inc.	\$858,178	\$1,057,940		\$456,462,431
STBA	S&T Bancorp, Inc.	\$585,517	\$809,379	\$1,085,639	\$453,790,430

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

Carter Bank & Trust, Home BancShares Inc., First Bancorp, Simmons First National Corp., ViewPoint Financial Group Inc, Ameris Bancorp, StellarOne Corp., State Bank Finl Corp., Cardinal Financial Corp., Capital City Bank Group Inc., First Community Bancshares Inc, BNC Bancorp, Seacoast Banking Corp. of FL, Yadkin Valley Financial, NewBridge Bancorp, Southeastern Bank Finl Corp., Wilson Bank Holding Company, 1st United Bancorp Inc.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Thomas E. Oaklev	Chairman	69	Male	10	Outside Related
J. Thomas Rocker	Member	69	Male	13	Outside Related

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