



Clayton Williams Energy, Inc.




CWEI NASDAQ

Oil / Gas Exploration / Production

Market Capitalization USD:

\$520.68 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: Clayton W. Williams

Age: 80

CEO Since: 1991

	2009	2010	2011
Base Salary	\$544,500	\$608,121	\$695,282
Discretionary Bonus	\$42,688	\$26,808	\$2,154,167
Annual Cash Incentive	\$0	\$253,037	\$590,619
Benefits and Perquisites	\$53,840	\$51,482	\$58,251
TOTAL ANNUAL COMPENSATION	\$641,028	\$939,448	\$3,498,319
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$0	\$0	\$0
TOTAL COMPENSATION	\$641,028	\$939,448	\$3,498,319
Median of Other Named Executive Officers Total Compensation	\$416,169	\$709,684	\$628,931
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: 29 Mar 2012

Annual Meeting Date: 9 May 2012

Equity Reserves:

Stock Option Run Rate: 0.00%

Clayton Williams Energy, Inc.

CWEI NASDAQ

Oil / Gas Exploration / Production

Market Capitalization USD: **\$520.68 mm**

Performance Comparison

■ S&P500 ■ Industry ■ CWEI



Peer Comparisons (TRBC) =Oil / Gas Exploration / Production

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
CWEI	Clayton Williams Energy, Inc.	\$641,028	\$939,448	\$3,498,319	\$520,678,166
KWK	Quicksilver Resources, Inc.	\$5,054,301	\$4,799,619		\$1,297,071,673
GPOR	Gulfport Energy Corporation	\$378,356	\$347,686		\$1,231,488,173
NOG	Northern Oil and Gas, Inc.	\$2,360,186	\$4,727,472		\$1,224,254,041
KOG	Kodiak Oil & Gas Corp.	\$1,080,995	\$1,893,680		\$1,090,601,167
SFY	Swift Energy Company	\$2,826,377	\$3,840,102	\$5,863,759	\$1,033,675,233
WTI	W&T Offshore, Inc.	\$1,463,008	\$6,983,299		\$1,024,685,940

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

Bill Barrett Corporation, Comstock Resources, Inc., Continental Resources, Inc., Gulfport Energy Corporation, Oasis Petroleum Inc., Quicksilver Resources Inc., Stone Energy Corporation, Venoco, Inc., Brigham Exploration Company, Concho Resources Inc., Goodrich Petroleum Corporation, Legacy Reserves, LP, Petroquest Energy, Inc., Rosetta Resources Inc., Swift Energy Company, Whiting Petroleum Corporation

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Ted Grav	Chairman	61	Male	4	Outside
Davis L. Ford	Member	73	Male	8	Outside
Jordan R. Smith	Member	77	Male	12	Outside Related
Robert L. Parker	Member	88	Male	19	Outside Related

This report is for informational purposes only, and should not be considered a solicitation to buy or sell any security. Thomson Reuters Business Classification (TRBC) is a global industry classification system that is owned and operated by Thomson Reuters and has been licensed for use by GMI Ratings.

COPYRIGHT 2012 | GMI Ratings | ALL RIGHTS RESERVED