



Clearwire Corporation




CLWR NASDAQ

Wireless Telecommunications Services

Market Capitalization USD:

\$2,130.95 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: Erik E. Prusch

Age: 45

CEO Since: 2011

	2009	2010	2011
Base Salary	\$726,923	\$900,000	\$576,984
Discretionary Bonus	\$200,000	\$0	\$0
Annual Cash Incentive	\$954,000	\$711,000	\$833,000
Benefits and Perquisites	\$9,087	\$22,104	\$286,561
TOTAL ANNUAL COMPENSATION	\$1,890,010	\$1,633,104	\$1,696,545
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$3,707,350	\$518,795	\$0
Stock Awards	\$6,060,000	\$2,355,625	\$3,806,305
TOTAL COMPENSATION	\$11,657,360	\$4,507,524	\$5,502,850
Median of Other Named Executive Officers Total Compensation	\$3,269,735	\$1,553,858	\$1,749,089
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$0	\$4,130,000	\$246,373
TOTAL REALIZED EQUITY COMPENSATION	\$0	\$4,130,000	\$246,373

Proxy Date: 30 Apr 2012

Annual Meeting Date: 14 Jun 2012

Equity Reserves: 5.40%

Stock Option Run Rate: 0.20%

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Performance Comparison

■ S&P500 ■ Industry ■ CLWR



Peer Comparisons (TRBC) =Wireless Telecommunications Services

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
CLWR	Clearwire Corporation	\$11,657,360	\$4,507,524	\$5,502,850	\$2,130,946,974
NIHD	NII Holdings, Inc.	\$5,936,179	\$4,876,529	\$6,027,101	\$4,611,374,614
SBAC	SBA Communications Corporation	\$2,706,503	\$3,093,068	\$4,148,439	\$3,843,900,428
USM	United States Cellular Corporation	\$4,297,411	\$5,956,854	\$4,559,564	\$3,384,911,737
PCS	MetroPCS Communications, Inc.	\$8,990,792	\$6,304,171	\$8,939,174	\$3,150,910,635
TDS	Telephone and Data Systems, Inc.	\$6,316,091	\$5,350,036	\$5,300,554	\$1,198,644,330
NTLS	NTELOS Holdings Corp.	\$2,601,945	\$2,141,820	\$2,727,146	\$747,304,358

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

ABB USA, Acer America, AcXiom, ADC Telecommunications, Adobe Systems, Alliance Data Systems, Amdocs, America Tower, Arris Group, AutoDesk, Avaya, Bell Microproducts, BMC Software, Bose, Brocade Communications, CA, Ceridian Human Resources Solutions, Cerner, Citrix Systems, Coinstar, Commscope, Compucom Systems, Convergys, Cricket Communications, Crown Castle, DST Systems, Echostar Technologies, Epson America, Experion, Fidelity National Information Svcs, Fiserve, Flir Systems, Global Crossing, HTC, Hughes Network Systems, Intellectual Ventures, Intelsat, Intuit, Invensys, Itron, JDS Uniphase, Juniper Networks, Lawrence Livermore Nat'l Lab, Level 3 Communications, Lexmark International, Logitech, Los Alamos National Laboratory, McAfee, MEMC Electronic Materials, MISYS, Molex, NCR, NetApp, NII Holdings, OCE North America, Plexus, Ricoh Electronics, Ricoh USA, Rockwell Automation, Salesforce.com, Sandia National Labs, Sensata Technologies, Sony

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Brian P. McAndrews	Chairman	53	Male	3	Outside Related
Jennifer L. Voael	Member	50	Female	1	Outside Related
Mufit Cinali	Member	54	Male	2	Outside Related