



CoBiz Financial Inc.

COBZ NASDAQ

Banks

Market Capitalization USD:

\$165.58 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: Steven Bangert

Age: 55

CEO Since: 1994

	2009	2010	2011
Base Salary	\$522,500	\$522,500	\$522,500
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$0	\$0	\$203,775
Benefits and Perquisites	\$47,906	\$48,573	\$49,963
TOTAL ANNUAL COMPENSATION	\$570,406	\$571,073	\$776,238
Increase in Post-Retirement Benefits	\$90,677	\$410,432	\$384,175
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$0	\$41,497	\$0
TOTAL COMPENSATION	\$661,083	\$1,023,002	\$1,160,413
Median of Other Named Executive Officers Total Compensation	\$412,849	\$526,858	\$660,787
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

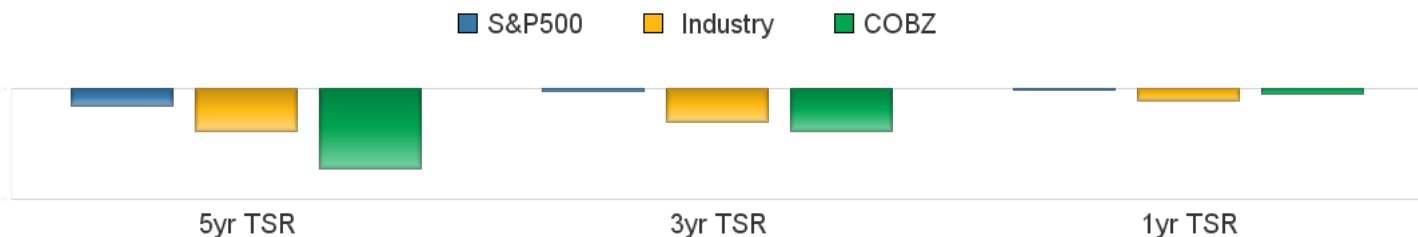
Proxy Date: 4 Apr 2012

Annual Meeting Date: 17 May 2012

Equity Reserves: 10.95%

Stock Option Run Rate: 0.82%

Performance Comparison



Peer Comparisons (TRBC) =Banks

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
COBZ	CoBiz Financial Inc.	\$661,083	\$1,023,002	\$1,160,413	\$165,579,599
PACW	PacWest Bancorp	\$1,505,375	\$3,400,078	\$4,207,247	\$494,599,605
INDB	Independent Bank Corp.	\$1,924,710	\$1,982,595	\$2,049,552	\$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	\$1,563,725	\$456,462,431

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

Guaranty Bancorp, First Financial Bankshares, Inc., Columbia Banking Systems, Inc., Sterling Bancshares, Inc., PacWest Bancorp, Western Alliance Bancorporation, Glacier Bancorp, Texas Capital Bancshares, Inc., CVB Financial Corp., First Interstate BancSystem, Inc.

Performance Peer Group

Guaranty Bancorp, First Financial Bankshares, Inc., Columbia Banking Systems, Inc., Sterling Bancshares, Inc., PacWest Bancorp, Western Alliance Bancorporation, Glacier Bancorp, Texas Capital Bancshares, Inc., CVB Financial Corp., First Interstate BancSystem, Inc.

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Moraan Gust	Chairman	64	Male	6	Outside
Bruce Schroffel	Member	67	Male	1	Outside
Michael B. Buraamv	Member	66	Male	14	Outside Related
Noel N. Rothman	Member	82	Male	18	Outside Related