

GMI EXECUTIVE PAY SCORECARDSM

Data & analysis provided by GMI-The Independent Leader in Corporate Governance and ESG&A

20 Jan 2012

Costco Wholesale Corporation



COST NASDAQ

Retail - Discount Stores

Market Capitalization USD:

\$35,592.28 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: W. Craig Jelinek

Age: 59

CEO Since: 2012

	2009	2010	2011
Base Salary	\$350,000	\$350,000	\$350,000
Discretionary Bonus	\$75,000	\$190,400	\$198,400
Annual Cash Incentive	\$0	\$0	\$0
Benefits and Perquisites	\$78,576	\$93,004	\$81,206
TOTAL ANNUAL COMPENSATION	\$503,576	\$633,404	\$629,606
Increase in Post-Retirement Benefits	\$2,736	\$0	\$1,538
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$2,230,700	\$2,896,030	\$1,560,015
TOTAL COMPENSATION	\$3,353,120	\$3,529,434	\$2,191,159
Median of Other Named Executive Officers Total Compensation	\$3,020,019	\$2,636,355	\$2,825,278
Value Realized on Exercise of Stock Option	\$683,120	\$1,136,666	\$12,533,520
Value Realized on Vesting of Stock	\$1,388,450	\$2,845,241	\$3,585,354
TOTAL REALIZED EQUITY COMPENSATION	\$2,071,570	\$3,981,907	\$16,118,874

Proxy Date: 13 Dec 2011

Annual Meeting Date: 26 Jan 2012

Equity Reserves: 9.24%

Stock Option Run Rate: 0.00%

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Costco Wholesale Corporation

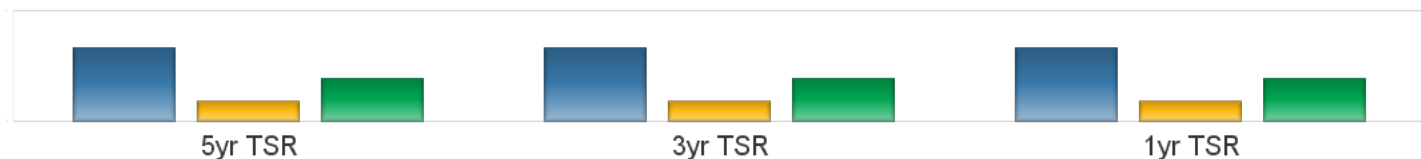
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Performance Comparison

■ vs S&P500 ■ vs Industry ■ COST



Peer Comparisons (TRBC) = Cyclical Consumer Goods / Services

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
COST	Costco Wholesale Corporation	\$3,353,120	\$3,529,434	\$2,191,159	\$35,592,279,769
NKE	NIKE, Inc.	\$7,306,694	\$13,118,834		\$39,930,776,062
DTV	DIRECTV	\$6,070,610	\$32,932,618		\$31,207,384,346
RL	Ralph Lauren Corporation	\$20,303,522	\$27,700,007		\$11,992,907,903
SBUX	Starbucks Corporation	\$12,109,792	\$21,733,013	\$16,079,480	\$27,822,069,000
LVS	Las Vegas Sands Corp.	\$5,575,149	\$11,356,866		\$27,994,897,767
ATVI	Activision Blizzard, Inc.	\$3,151,008	\$5,597,310		\$13,599,500,189

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

Wal-Mart Stores, Inc., The Home Depot, Inc., Target Corporation, BJ's Wholesale Club, Inc., and Lowe's Companies

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Benjamin S. Carson	Chairman	60	Male	13	Outside
Charles T. Munder	Member	87	Male	15	Outside
Jill S. Ruckelshaus	Member	74	Female	16	Outside

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