



Douglas Emmett, Inc.




DEI NYSE

REIT - Residential / Commercial

Market Capitalization USD:

\$2,182.39 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: Jordan L. Kaplan

Age: 51

CEO Since: 2005

	2009	2010	2011
Base Salary	\$1,000,000	\$1,000,000	\$1,000,000
Discretionary Bonus	\$1,666,667	\$1,816,667	\$2,000,000
Annual Cash Incentive	\$0	\$0	\$0
Benefits and Perquisites	\$82,146	\$63,123	\$34,136
TOTAL ANNUAL COMPENSATION	\$2,748,813	\$2,879,790	\$3,034,136
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$1,250,000	\$1,666,669	\$0
Stock Awards	\$1,156,259	\$5,372,223	\$2,361,677
TOTAL COMPENSATION	\$5,155,072	\$9,918,682	\$5,395,813
Median of Other Named Executive Officers Total Compensation	\$2,298,488	\$4,296,322	\$2,329,556
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$1,028,257	\$4,925,466	\$4,359,563
TOTAL REALIZED EQUITY COMPENSATION	\$1,028,257	\$4,925,466	\$4,359,563

Proxy Date: 25 Apr 2012

Annual Meeting Date: 24 May 2012

Equity Reserves: 25.22%

Stock Option Run Rate: 1.07%

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Performance Comparison

■ S&P500 ■ Industry ■ DEI



Peer Comparisons (TRBC) =REIT - Residential / Commercial

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
DEI	Douglas Emmett, Inc.	\$5,155,072	\$9,918,682	\$5,395,813	\$2,182,390,663
KIM	Kimco Realty Corporation	\$1,824,572	\$2,381,272	\$4,033,226	\$6,116,955,001
MAC	Macerich Company (The)	\$5,817,791	\$8,987,393	\$8,736,387	\$6,094,853,730
DLR	Digital Realty Trust, Inc.	\$3,660,674	\$5,042,510	\$5,357,687	\$5,548,718,760
FRT	Federal Realty Investment Trust	\$3,511,010	\$9,762,492	\$5,913,285	\$5,175,830,263
SLG	SL Green Realty Corp.	\$11,414,951	\$24,840,351		\$5,169,829,180
UDR	UDR, Inc.	\$3,855,753	\$8,651,734	\$3,214,134	\$4,850,421,546

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

Alexandria Real Estate Equities, Inc., Boston Properties, Inc., Brandywine Realty Trust, Digital Realty Trust, Inc., Duke Realty Corporation, Hudson Pacific Properties, Inc., Kilroy Realty Corporation, Mack-Cali Realty Corporation, Piedmont Office Realty Trust, Inc., ProLogis, PS Business Parks, Inc., SL Green Realty Corp. and Vornado Realty Trust.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Leslie E. Bider	Chairman	61	Male	6	Outside
David T. Feinbera	Member	50	Male	1	Outside

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