

Exxon Mobil Corporation

XOM 13433

Market Capitalization USD: 360,142,998,959 mm FiscalYrEnd 12/31
CompYear 2011

NYSE

S&P 500

CONCERN LEVEL: AVERAGE

A Numeric Score of 10pts does not generate a flag, Any value other than 10 will generate a RED Flag

1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap

CEOTotSumComp > CEOTotSumComp for Top Decile of Industry & Market Cap -10pts

CEOTotSumComp < CEOTotSumComp for Top Decile of Industry & Market Cap 10pts

If there are 25 or fewer peers in the Industry Decile Group Use the Sector Decile

-10

CEOTotSumComp Industry/MarketCap Decile # in Group

\$34,920,506.00 > \$28,952,558.00 = -10 pts 11

Sector/MarketCap Decile

> \$19,294,429.00 = -10 pts 51

2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.

CEOTotSumComp > NEOSumCompMedian * 5 = -10 pts

CEOTotSumComp < NEOSumCompMedian * 3 = 10 pts

Anything else = 0 pts

10

NEOSumCompMedian

\$34,920,506 > \$14,421,829 x 5 = -10 pts

\$34,920,506 < \$14,421,829 x 3 = 10 pts

3 The CEO's annual cash incentives rose or fell in line with annual performance.

Current_Statement_Date

12/31/2011

Current bonus > 0 and 2 or 3 current metrics have Negative values = -10pts

Bonus Increases and 2 Metrics Increase = 0 pts

Bonus Increases and All Metrics Increase = 10 pts

Bonus Decreases and 2 Metrics Decrease = 10 pts

Bonus Decreases and all Metrics Decrease = -10pts

Bonus Decreases and 2 or 3 Metrics Increase = 0 pts

Bonus Increases and only 1 Metric increases = -10pts

Bonus Increases and All Metrics Decrease = -10pts

Bonus Increase and 1 Metric Increases, 1 remains the same & 1 Decreases = 0 pts

Bonus remains the same and 2 or more Metrics Increase = 10pts

Bonus remains the same and 2 or 3 Metrics Decrease = -10pts

When revenue for current year is NULL use Assets as the Metric to compare - otherwise use Revenue

Bonus

2011

2010

CEO Bonus

CEO NEIC

Prev Yr CEO Bonus

Prev Yr CEO NEIC

\$4,368,000

+

\$0

>

\$3,360,000

+

\$0

Metrics

Net Income

Basic Normalized
EPS

Total Revenue

Total Assets

2011 \$41,060,000,000

\$8.43

\$486,429,000,000

\$331,052,000,000

2010 \$30,460,000,000

\$6.24

\$383,221,000,000

\$302,510,000,000

4 The CEO received no more than one annual cash bonus this fiscal year.

CEOBonus and CEONonEqIncentComp are both > 0 = -10pts

Anything else = 10 pts

10

Exxon Mobil Corporation

XOM 13433

Market Capitalization USD: 360,142,998,959 mm FiscalYrEnd 12/31
CompYear 2011

NYSE

S&P 500

\$4,368,000 > 0 AND \$0 > 0 = -10 pts

5 The CEO's equity compensation reflected the company's share price movement over the last five years.

If there is no reported return3yr or return5yr value = 0 pts

Positive 3yr and 5yr returns and any vested stock and option profits in the past 3 yrs = 10 pts

Negative 3yr and 5yr returns and Vested stock and Option Profits = 0 = 10 pts

One positive, One negative return and any vested stock and option profits = 0 pts

Negative 3yr and 5yr returns and any vested stock and option profits but awards declined = 0 pts

Negative 3yr and 5yr returns and any vested stock and option profits = -10 pts

Positive 3yr and 5yr returns and No vested stock and option profits and stock or option awards increased = 10 pts

Vested stock & option profits = [CEOOptionValueRealized or CEOValueRealizedonVesting]

	Return5yr	Return3yr	
	23.42	14.27	
	2011	2010	2009
OptionValueRealized	\$9,644,366	\$2,721,063	\$0
Value Realized on Vesting	\$7,022,600	\$5,177,625	\$4,992,240
StockAwards_GDV	\$17,890,875	\$15,465,375	
OptionsAwards_GDV	\$0	\$0	

10

6 The company only pays long-term incentives to the CEO for above median performance against a peer group

CEOOptionValueRealized > 0 and 5yr TSR < Median 5yr TSR for MktCap/Industry = -10 pts

CEOValueRealizedonVesting > 0 and 3yr TSR < Median 3yr TSR for MktCap/Industry = -10 pts

Anything else = 10 pts

If Returns 5yr AND Return 3 yr are empty = 0pts

-10

Option Value Realized	Return5yr	Med Return5yr	
\$9,644,366 > 0 AND	23.42 <	68.26	= -10 pts
Value Realized on Vesting	Return3yr	Med Return3yr	
\$7,022,600 > 0 AND	14.27 <	55.10	= -10 pts

7 The company's dilution from equity incentives is 10 percent or less.

CEOLTIPTotSharesReservedDilution_print <= .1 = 10pts

CEOLTIPTotSharesReservedDilution_print > .15 = -10 pts

Anything else = 0pts

0.03 < .1 = 10 pts

10

8 Unvested equity lapses when the CEO's employment is terminated.

CEOUnvestedEquityLapseOnTermination = Yes = 10pts

CEOUnvestedEquityLapseOnTermination = No = -10pts

Yes = Yes = 10 pts

Yes = No = -10 pts

10