




**Fortune Brands Home & Security Inc.**

FBHS NYSE

Home Furnishing

Market Capitalization USD:

**\$3,496.69 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: Christopher Klein****Age: 48****CEO Since: 2010**

	2009	2010	2011
Base Salary			\$774,500
Discretionary Bonus			\$0
Annual Cash Incentive			\$993,950
Benefits and Perquisites			\$154,512
<b>TOTAL ANNUAL COMPENSATION</b>			<b>\$1,922,962</b>
Increase in Post-Retirement Benefits			\$302,000
Stock Option Awards			\$3,982,755
Stock Awards			\$4,199,360
<b>TOTAL COMPENSATION</b>			<b>\$10,407,077</b>
Median of Other Named Executive Officers Total Compensation			\$4,337,451
Value Realized on Exercise of Stock Option			\$0
Value Realized on Vesting of Stock			\$1,719,441
<b>TOTAL REALIZED EQUITY COMPENSATION</b>			<b>\$1,719,441</b>

Proxy Date: 5 Mar 2012

Annual Meeting Date: 23 Apr 2012

Equity Reserves: 18.39%

Stock Option Run Rate: 1.46%

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## Performance Comparison

■ S&P500 ■ Industry ■ FBHS



## Peer Comparisons (TRBC) = Cyclical Consumer Goods / Services

### Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
<b>FBHS</b>	<b>Fortune Brands Home &amp; Security Inc.</b>			<b>\$10,407,077</b>	<b>\$3,496,689,339</b>
JWN	Nordstrom, Inc.	\$4,340,209	\$5,951,085	\$5,995,829	\$9,712,040,605
OMC	Omnicom Group Inc.	\$7,884,598	\$10,768,846	\$15,420,537	\$10,295,785,320
ORLY	O'Reilly Automotive, Inc.	\$3,541,095	\$4,896,696	\$3,696,252	\$9,057,934,394
LHO	LaSalle Hotel Properties	\$459,223	\$2,784,937	\$2,728,465	\$1,633,620,825
MIDD	Middleby Corporation (The)	\$13,373,946	\$10,490,888	\$27,689,584	\$1,320,956,177
GME	GameStop Corp.	\$4,313,153	\$5,271,951	\$5,875,380	\$3,212,719,540

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

Armstrong World Industries, Kohler Co, Pella Corporation, Andersen Corporation, Leggett & Platt Incorporated, Stanley Black & Decker, Inc., A.O. Smith Corporation, Lennox International Inc., The Sherwin Williams Company, Cooper Industries plc, Masco Corporation, USG Corporation, Fastenal Company, Mohawk Industries, Inc., Valspar Corporation, Jarden Corporation, Newell Rubbermaid Inc., Watsco, Inc.

### Performance Peer Group

NA

## COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Ann Fritz Hackett	Chairman	58	Female	1	Outside
A. D. David Mackav	Member	56	Male	1	Outside
Norman H. Weslev	Member	62	Male	1	Outside
Richard A. Goldstein	Member	70	Male	1	Outside

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