


**General Communication, Inc.****GNCM NASDAQ****Integrated Telecommunications Services**

Market Capitalization USD:

**\$349.13 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: Ronald A. Duncan****Age: 59****CEO Since: 1989**

	2009	2010	2011
<b>Base Salary</b>	\$600,000	\$600,000	\$600,000
<b>Discretionary Bonus</b>	\$400,000	\$454,397	\$0
<b>Annual Cash Incentive</b>	\$350,000	\$725,000	\$1,751,919
<b>Benefits and Perquisites</b>	\$84,489	\$67,259	\$61,500
<b>TOTAL ANNUAL COMPENSATION</b>	<b>\$1,434,489</b>	<b>\$1,846,656</b>	<b>\$2,413,419</b>
<b>Increase in Post-Retirement Benefits</b>	\$0	\$0	\$0
<b>Stock Option Awards</b>	\$0	\$433,635	\$0
<b>Stock Awards</b>	\$36,500	\$33,744	\$1,220,364
<b>TOTAL COMPENSATION</b>	<b>\$1,470,989</b>	<b>\$2,314,035</b>	<b>\$3,633,783</b>
<b>Median of Other Named Executive Officers Total Compensation</b>	\$702,001	\$1,148,710	\$1,035,639
<b>Value Realized on Exercise of Stock Option</b>	\$0	\$0	\$0
<b>Value Realized on Vesting of Stock</b>	\$468,500	\$461,994	\$965,784
<b>TOTAL REALIZED EQUITY COMPENSATION</b>	<b>\$468,500</b>	<b>\$461,994</b>	<b>\$965,784</b>

Proxy Date: 16 May 2012

Annual Meeting Date: 25 Jun 2012

Equity Reserves: 12.27%

Stock Option Run Rate: 0.00%

# General Communication, Inc.

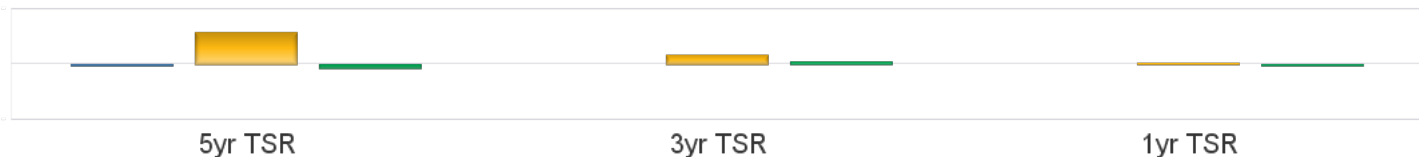
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## Performance Comparison

■ S&P500 ■ Industry ■ GNCMA



## Peer Comparisons (TRBC) = Integrated Telecommunications Services

### Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
<b>GNCMA</b>	<b>General Communication, Inc.</b>	<b>\$1,470,989</b>	<b>\$2,314,035</b>	<b>\$3,633,783</b>	<b>\$349,128,702</b>
BSFT	BroadSoft, Inc.		\$792,497	\$2,013,840	\$817,559,043
CBB	Cincinnati Bell Inc.	\$4,985,633	\$8,562,462	\$6,064,213	\$614,651,570
VG	Vonage Holdings Corp.	\$4,679,309	\$6,027,597	\$5,598,900	\$585,250,489
CNSL	Consolidated Communications Holdings, Inc.	\$1,825,269	\$1,758,451	\$1,855,864	\$540,053,996
ATNI	Atlantic Tele-Network, Inc.	\$1,947,305	\$1,627,131	\$2,240,402	\$506,363,672
KNOL	Knology, Inc.	\$1,108,820	\$1,751,143		\$488,728,839

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

Alaska Communications Systems Group, Inc., Knology, Inc., C  
Beyond, Inc., Mediacom Communications Corp., Cincinnati  
Bell, Inc., Premiere Global Services, Inc., Consolidated  
Communications Holdings, Inc., RCN Corp, Crown Media  
Holdings, Inc., SureWest Communications, Equinix, Inc., Time  
Warner Telecom, Inc., Grande Communications, Wave  
Broadband, Iowa Telecommunications Services, Inc., XO  
Holdings, Inc.

### Performance Peer Group

NA

## COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Stephen M. Brett	Chairman	71	Male	11	Outside
James M. Schneider	Member	59	Male	18	Outside Related
Jerrv A. Edaerton	Member	70	Male	8	Outside
Stephen R. Mooney	Member	52	Male	13	Outside Related

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