



Greatbatch, Inc.




GB NYSE

Advanced Medical Equipment

Market Capitalization USD:

\$468.65 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: Thomas J. Hook

Age: 49

CEO Since: 2006

	2009	2010	2011
Base Salary	\$491,600	\$525,000	\$546,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$318,557	\$329,288	\$464,982
Benefits and Perquisites	\$143,120	\$106,362	\$146,099
TOTAL ANNUAL COMPENSATION	\$953,277	\$960,650	\$1,157,081
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$904,167	\$708,681	\$586,943
Stock Awards	\$356,245	\$1,991,212	\$1,484,509
TOTAL COMPENSATION	\$2,213,689	\$3,660,543	\$3,228,533
Median of Other Named Executive Officers Total Compensation	\$761,553	\$1,129,004	\$1,107,156
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$498,865	\$1,059,968	\$526,490
TOTAL REALIZED EQUITY COMPENSATION	\$498,865	\$1,059,968	\$526,490

Proxy Date: 20 Apr 2012

Annual Meeting Date: 18 May 2012

Equity Reserves: 18.76%

Stock Option Run Rate: 1.56%

Greatbatch, Inc.

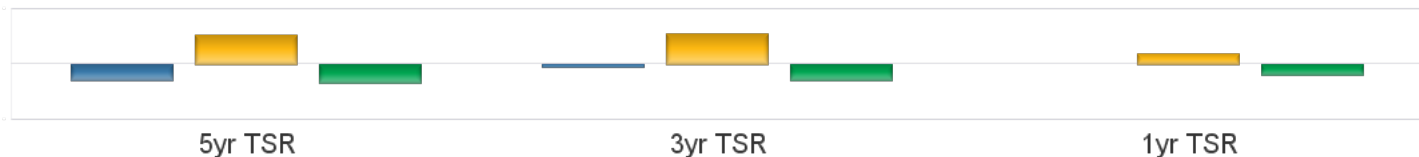
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Performance Comparison

■ S&P500 ■ Industry ■ GB



Peer Comparisons (TRBC) =Advanced Medical Equipment

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
GB	Greatbatch, Inc.	\$2,213,689	\$3,660,543	\$3,228,533	\$468,645,245
NXTM	NxStage Medical, Inc.	\$578,155	\$2,434,378		\$1,142,583,136
LMNX	Luminex Corporation	\$3,555,492	\$4,145,545	\$3,772,692	\$937,601,424
HTWR	HeartWare International, Inc.	\$1,715,347	\$7,500,900		\$896,972,629
ZOLL	ZOLL Medical Corporation	\$1,130,087	\$1,034,440	\$2,256,190	\$835,553,863
CYBX	Cyberonics, Inc.	\$2,694,985	\$2,370,176		\$791,709,508
ARTC	ArthroCare Corporation	\$3,437,629	\$2,742,636		\$789,639,976

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

Analogic Corporation, ResMed Inc., CONMED Corporation, SonoSite, Inc., CTS Corporation, Symmetry Medical, Inc., Edwards Lifesciences Corp., Thoratec Corporation, Integra LifeSciences Holdings Corp., West Pharmaceutical, Merit Medical Systems, Inc., Wright Medical Group, Inc., Orthofix International, ZOLL Medical Corporation.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Peter H. Soderberg	Chairman	65	Male	10	Outside Related
Pamela G. Bailev	Member	63	Female	10	Outside Related
William B. Summers	Member	61	Male	11	Outside Related

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