




# Heckmann Corporation

HEK NYSE

Beverages - Non-Alcoholic

Market Capitalization USD:

**\$617.49 mm****CONCERN LEVEL: LOW**

- 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: Richard J. Heckmann****Age: 68****CEO Since: 2007**

	2009	2010	2011
<b>Base Salary</b>	\$0		\$500,000
<b>Discretionary Bonus</b>	\$0		\$0
<b>Annual Cash Incentive</b>	\$0		\$0
<b>Benefits and Perquisites</b>	\$0		\$0
<b>TOTAL ANNUAL COMPENSATION</b>	<b>\$0</b>		<b>\$500,000</b>
<b>Increase in Post-Retirement Benefits</b>	\$0		\$0
<b>Stock Option Awards</b>	\$0		\$0
<b>Stock Awards</b>	\$0		\$0
<b>TOTAL COMPENSATION</b>	<b>\$0</b>		<b>\$500,000</b>
<b>Median of Other Named Executive Officers Total Compensation</b>	\$685,267		\$995,866
<b>Value Realized on Exercise of Stock Option</b>	\$0		\$0
<b>Value Realized on Vesting of Stock</b>	\$0		\$0
<b>TOTAL REALIZED EQUITY COMPENSATION</b>	<b>\$0</b>		<b>\$0</b>

Proxy Date: 27 Mar 2012

Annual Meeting Date: 8 May 2012

Equity Reserves: 7.24%

Stock Option Run Rate: 0.79%

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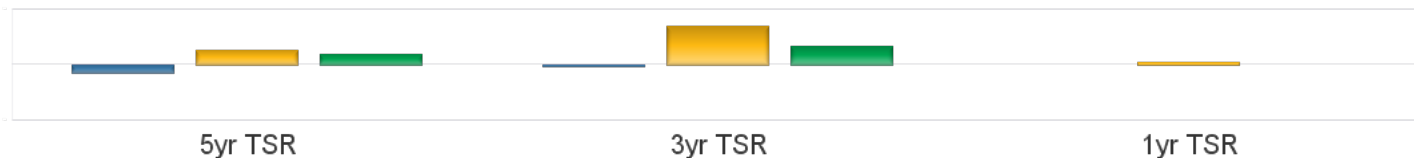
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## Performance Comparison

■ S&P500 ■ Industry ■ HEK



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

### Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
<b>HEK</b>	<b>Heckmann Corporation</b>	<b>\$0</b>		<b>\$500,000</b>	<b>\$617,487,030</b>
NAFC	Nash-Finch Company	\$1,954,384	\$2,615,334		\$326,836,133
FIZZ	National Beverage Corp.	\$5,751,767	\$5,934,648		\$701,463,129
PMC	PharMerica Corporation	\$4,645,467	\$2,579,776		\$419,343,813
RGS	Regis Corporation	\$7,628,470	\$4,462,333		\$813,396,312
RAD	Rite Aid Corporation	\$2,536,396	\$3,203,816		\$880,768,437
RDK	Ruddick Corporation	\$4,461,142	\$3,892,908		\$1,916,151,619

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

Basic Energy Services, Inc.; Complete Production Services, Inc.; and Key Energy Services, Inc.

### Performance Peer Group

NA

## COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
J. Danforth Quavle	Chairman	65	Male	5	Outside
Alfred E. Osborne	Member	67	Male	5	Outside
Lou L. Holtz	Member	75	Male	5	Outside

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