



Interline Brands, Inc.



IBI NYSE

Construction - Supplies / Fixtures

Market Capitalization USD:

\$429.33 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: Michael J. Grebe

Age: 54

CEO Since: 2004

	2009	2010	2011
Base Salary	\$630,000	\$630,000	\$630,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$630,000	\$682,542	\$290,588
Benefits and Perquisites	\$16,212	\$18,619	\$18,619
TOTAL ANNUAL COMPENSATION	\$1,276,212	\$1,331,161	\$939,207
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$350,000	\$550,009	\$827,080
Stock Awards	\$641,063	\$550,001	\$412,912
TOTAL COMPENSATION	\$2,267,275	\$2,431,171	\$2,179,199
Median of Other Named Executive Officers Total Compensation	\$805,599	\$930,351	\$972,105
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$0	\$0	\$901,875
TOTAL REALIZED EQUITY COMPENSATION	\$0	\$0	\$901,875

Proxy Date: 23 Mar 2012

Annual Meeting Date: 10 May 2012

Equity Reserves: 17.96%

Stock Option Run Rate: 1.19%

Interline Brands, Inc.

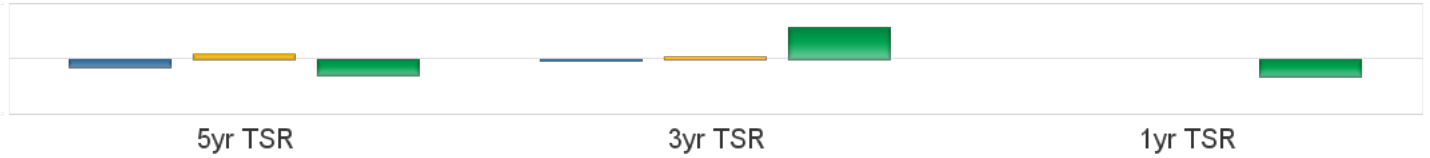
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Performance Comparison

■ S&P500 ■ Industry ■ IBI



Peer Comparisons (TRBC) =Construction - Supplies / Fixtures

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
IBI	Interline Brands, Inc.	\$2,267,275	\$2,431,171	\$2,179,199	\$429,331,192
SSD	Simpson Manufacturing Co., Inc.	\$757,407	\$1,616,470	\$2,158,200	\$1,249,209,217
BECN	Beacon Roofing Supply, Inc.	\$1,578,979	\$948,380	\$2,029,361	\$737,473,846
NX	Quanex Building Products Corporation	\$2,232,610	\$3,894,569	\$3,163,138	\$414,382,317
TREX	Trex Company, Inc.	\$2,277,380	\$2,200,622	\$1,660,291	\$249,827,149
ROCK	Gibraltar Industries, Inc.	\$4,451,559	\$1,686,583	\$2,690,219	\$246,982,020
APOG	Apogee Enterprises, Inc.	\$2,735,207	\$3,791,993		\$243,292,980

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

American Woodmark Corp., Apogee Enterprises, Inc., Applied Industrial Technologies, Inc., Barnes Group, Inc., Beacon Roofing Supply, Inc., BlueLinx, Inc., Builders Firstsource, Inc., Kaman Corp., Lawson Products, Inc., MSC Industrial Direct Co., Inc., Middleby Corp., Pool Corp. and Watsco, Inc.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Gideon Arqov	Chairman	55	Male	8	Outside
Michael E. DeDomenico	Member	64	Male	7	Outside
Randolph W. Melville	Member	53	Male	3	Outside