



Intersil Corporation



ISIL NASDAQ

Semiconductors

Market Capitalization USD:

\$1,295.24 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: David B. Bell

Age: 55

CEO Since: 2008

	2009	2010	2011
Base Salary	\$575,000	\$594,231	\$609,231
Discretionary Bonus	\$0	\$267,387	\$0
Annual Cash Incentive	\$181,531	\$427,863	\$359,822
Benefits and Perquisites	\$21,448	\$98,028	\$38,595
TOTAL ANNUAL COMPENSATION	\$777,979	\$1,387,509	\$1,007,648
Increase in Post-Retirement Benefits	\$0		\$0
Stock Option Awards	\$942,298	\$1,045,889	\$937,827
Stock Awards	\$1,442,400	\$2,013,238	\$1,086,947
TOTAL COMPENSATION	\$3,162,677	\$4,446,636	\$3,032,422
Median of Other Named Executive Officers Total Compensation	\$1,149,551	\$1,409,373	\$1,208,686
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$0	\$832,500	\$580,365
TOTAL REALIZED EQUITY COMPENSATION	\$0	\$832,500	\$580,365

Proxy Date: 13 Mar 2012

Annual Meeting Date: 2 May 2012

Equity Reserves: 30.48%

Stock Option Run Rate: 2.82%

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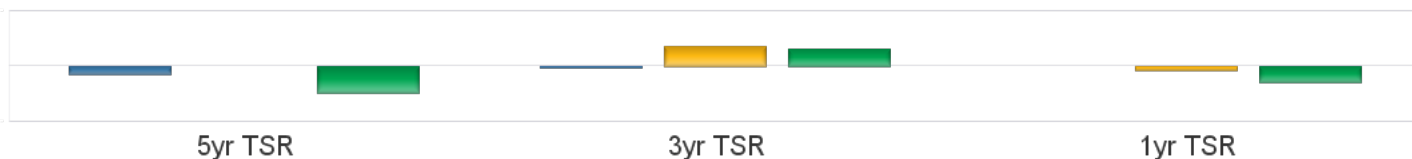
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Performance Comparison

■ S&P500 ■ Industry ■ ISIL



Peer Comparisons (TRBC) =Semiconductors

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
ISIL	Intersil Corporation	\$3,162,677	\$4,446,636	\$3,032,422	\$1,295,241,875
ATML	Atmel Corporation	\$7,336,040	\$19,379,768		\$3,756,961,788
AMD	Advanced Micro Devices, Inc.	\$4,547,527	\$5,549,838		\$3,511,968,094
SWKS	Skyworks Solutions, Inc.	\$4,405,183	\$4,346,753		\$3,345,537,524
NETL	NetLogic Microsystems, Inc.	\$3,099,207	\$3,227,324		\$3,256,122,470
ONNN	ON Semiconductor Corporation	\$6,270,820	\$1,824,693		\$3,218,929,795
CREE	Cree, Inc.	\$2,301,703	\$4,266,764		\$3,006,865,134

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

Analog Devices, Maxim Integrated Products, National Semiconductor, Fairchild Semiconductor, Micrel, Power Integrations, Integrated Device Technology, Microchip Technology, Atheros Communications, International Rectifier, Microsemi, Semtech, Linear Technology, ON Semiconductor, Silicon Laboratories

Performance Peer Group

Analog Devices, Maxim Integrated Products, National Semiconductor, Fairchild Semiconductor, Micrel, Power Integrations, Integrated Device Technology, Microchip Technology, Atheros Communications, International Rectifier, Microsemi, Semtech, Linear Technology, ON Semiconductor, Silicon Laboratories

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
James A. Urry	Chairman	58	Male	13	Outside Related
Garv E. Gist	Member	65	Male	13	Outside Related
Gregory Lana	Member	48	Male	6	Outside
James V. Diller	Member	77	Male	10	Outside Related

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