

**Jos. A. Bank Clothiers, Inc.****JOSB NASDAQ****Retail - Apparel / Accessories**

Market Capitalization USD:

**\$1,297.61 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: R. Neal Black****Age: 57****CEO Since: 2008**

	2009	2010	2011
<b>Base Salary</b>	\$750,000	\$762,500	\$783,138
<b>Discretionary Bonus</b>	\$230,000	\$0	\$0
<b>Annual Cash Incentive</b>	\$1,500,000	\$1,175,000	\$1,199,675
<b>Benefits and Perquisites</b>	\$42,210	\$50,606	\$52,288
<b>TOTAL ANNUAL COMPENSATION</b>	<b>\$2,522,210</b>	<b>\$1,988,106</b>	<b>\$2,035,101</b>
<b>Increase in Post-Retirement Benefits</b>	\$124,708	\$74,613	\$0
<b>Stock Option Awards</b>	\$0	\$0	\$0
<b>Stock Awards</b>	\$0	\$1,924,950	\$1,965,414
<b>TOTAL COMPENSATION</b>	<b>\$2,646,918</b>	<b>\$3,987,669</b>	<b>\$4,000,515</b>
<b>Median of Other Named Executive Officers Total Compensation</b>	\$811,666	\$899,514	\$939,589
<b>Value Realized on Exercise of Stock Option</b>	\$2,119,653	\$0	\$1,420,373
<b>Value Realized on Vesting of Stock</b>	\$0	\$0	\$911,210
<b>TOTAL REALIZED EQUITY COMPENSATION</b>	<b>\$2,119,653</b>	<b>\$0</b>	<b>\$2,331,583</b>

Proxy Date: 11 May 2012

Annual Meeting Date: 15 Jun 2012

Equity Reserves: 5.71%

Stock Option Run Rate: 0.00%

# Jos. A. Bank Clothiers, Inc.

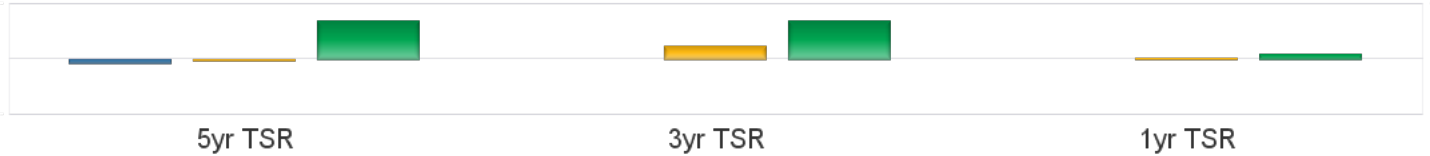
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## Performance Comparison

■ S&P500 ■ Industry ■ JOSB



## Peer Comparisons (TRBC) =Retail - Apparel / Accessories

### Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
JOSB	Jos. A. Bank Clothiers, Inc.	\$2,646,918	\$3,987,669	\$4,000,515	\$1,297,612,039
URBN	Urban Outfitters, Inc.	\$3,169,739	\$29,944,180	\$950,414	\$3,433,925,326
FL	Foot Locker, Inc.	\$2,848,230	\$8,060,791	\$14,059,147	\$3,072,918,746
SIG	Signet Jewelers Limited	\$2,205,000	\$5,293,326	\$7,657,530	\$2,934,981,696
GES	Guess?, Inc.	\$15,220,426	\$9,799,620		\$2,643,234,849
AEO	American Eagle Outfitters, Inc.	\$17,946,755	\$9,214,977	\$14,404,763	\$2,284,241,970
ASNA	Ascena Retail Group, Inc.	\$1,932,613	\$6,747,800		\$2,097,196,302

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

NA

### Performance Peer Group

NA

## COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Sidnev H. Ritman	Chairman	79	Male	7	Outside
James H. Ferstl	Member	69	Male	4	Outside
William E. Herron	Member	66	Male	7	Outside

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