



K-Swiss Inc.

KSW NASDAQ

Footwear

Market Capitalization USD:

\$151.14 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: Steven Nichols

Age: 69

CEO Since: 1987

	2009	2010	2011
Base Salary	\$961,299	\$961,299	\$937,267
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$0	\$0	\$0
Benefits and Perquisites	\$47,535	\$41,557	\$42,274
TOTAL ANNUAL COMPENSATION	\$1,008,834	\$1,002,856	\$979,541
Increase in Post-Retirement Benefits	\$135,409	\$115,583	\$87,977
Stock Option Awards	\$107,688	\$7,303	\$196,136
Stock Awards	\$0	\$0	\$0
TOTAL COMPENSATION	\$1,251,931	\$1,125,742	\$1,263,654
Median of Other Named Executive Officers Total Compensation	\$499,067	\$309,773	\$329,950
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$0	\$0	\$0
TOTAL REALIZED EQUITY COMPENSATION	\$0	\$0	\$0

Proxy Date: 20 Apr 2012

Annual Meeting Date: 5 Jun 2012

Equity Reserves: 13.67%

Stock Option Run Rate: 2.33%

K-Swiss Inc.

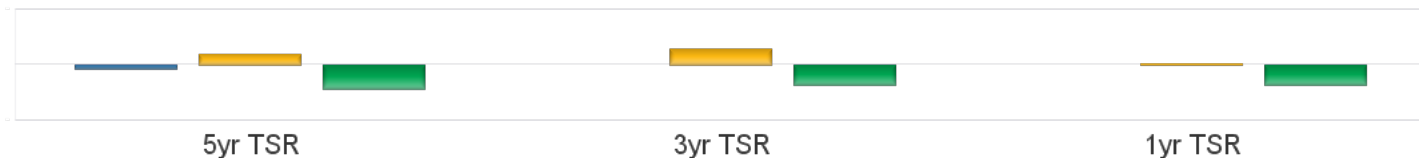
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Performance Comparison

■ S&P500 ■ Industry ■ KSWS



Peer Comparisons (TRBC) = Cyclical Consumer Goods / Services

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
KSWS	K-Swiss Inc.	\$1,251,931	\$1,125,742	\$1,263,654	\$151,136,353
NPK	National Presto Industries, Inc.	\$441,188	\$631,372	\$557,180	\$597,247,953
ODP	Office Depot, Inc.	\$3,394,551	\$15,268,483	\$6,816,935	\$571,796,439
OXM	Oxford Industries, Inc.	\$537,279	\$1,288,922		\$565,568,858
MPX	Marine Products Corporation	\$410,447	\$355,600	\$568,200	\$127,949,922
HZO	MarineMax, Inc.	\$1,963,145	\$1,154,422	\$973,027	\$150,576,051
MGAM	Multimedia Games Holding Company, Inc.	\$1,965,683	\$2,365,670	\$1,559,829	\$107,469,373

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
Stephen Fine	Chairman	63	Male	12	Outside Related
Lawrence Feldman	Member	69	Male	25	Outside Related
Mark Louie	Member	55	Male	9	Outside

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