

Automotive News

New proxy statements make year-to-year comparisons hard

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The U.S. Securities and Exchange Commission has changed the rules for reporting executive compensation in corporate proxy statements.

This makes year-to-year compensation comparisons difficult, so *Automotive News* has omitted 2005 figures from the compensation tables.

Among the major SEC changes, the summary compensation table in a proxy tracks portions of stock awards granted over several years - awards that may never be earned because some are tied to performance.

Our analysis tracks what an executive actually took home in 2006 from vested stock awards.

For example, General Motors listed a \$3.57 million stock award for CEO Rick Wagoner. But *Automotive News* did not include that figure in the total compensation. The \$3.57 million represents an award that was not yet vested in 2006.

Wagoner had no vested stock awards in 2006.

Five companies in the Equilar survey - ArvinMeritor Inc., DaimlerChrysler AG, Johnson Controls Inc., Magna International Inc. and Shiloh Industries Inc. - filed their proxies under the old SEC regulations. Equilar used slightly different calculations for those companies.

Proxy statements were not available for Collins & Aikman Corp., Dura Automotive Systems Inc., Tower Automotive Inc. and Hayes-Lemmerz International Inc.

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