

SMITH BARNEY

PAYOUT ON GROSS PRODUCTION

ANNUAL PRODUCTION	LESS THAN 5 YEARS	5-9 YEARS	MORE THAN 9 YEARS
\$0-\$124,999	33.25%	20.00%	20.00%
\$125,000-\$149,999	33.25%	22.00%	21.00%
\$150,000-\$174,999	34.25%	27.00%	25.00%
\$175,000-\$199,999	36.25%	29.00%	27.00%
\$200,000-\$249,999	37.75%	30.50%	29.50%
\$250,000-\$299,999	38.75%	37.50%	33.00%
\$300,000-\$349,999	39.25%	39.25%	38.25%
\$350,000-\$399,999	39.50%	39.50%	38.50%
\$400,000-\$499,999	40.00%	40.00%	40.00%
\$500,000-\$749,999	41.00%	41.00%	41.00%
\$750,000-\$999,999	41.50%	41.50%	41.50%
\$1 million and above	43.00%	43.00%	43.00%

CASH BONUS

CONTINUOUS SERVICE AT SMITH BARNEY		PRODUCTION	BONUS
Over 5 years	and	\$350,000	1.0%
Over 7 years	and	\$500,000	2.0%
Over 7 years	and	\$750,000	3.0%
Over 9 years	and	\$1 million and above	3.5%

DEFERRED PRODUCTION BONUS

PRODUCTION	BONUS
\$300,000-\$999,999	0.25%
\$1 million-\$1,499,999	1.00%
\$1.5 million-\$1,999,999	1.75%
\$2 million-\$2,999,999	2.00%
\$3 million-\$4,999,999	2.25%
\$5 million and above	2.75%

RESTRICTED STOCK AWARD

ANNUAL PRODUCTION	OVER 7 YEARS	OVER 15 YEARS
\$500,000-\$1,499,999	2%	2%
\$1.5 million and above	2%	3%