

Compensation of Named Executive Officers

The table below shows the compensation Unital and/or its subsidiaries paid to its chief executive officer, its chief financial officer, and its three other most highly compensated officers in the years 2007 through 2009.

SUMMARY COMPENSATION TABLE

| Name and Principal Position ⁽¹⁾ | Year | Salary (\$) | Bonus (\$) | Stock Awards ⁽²⁾ (\$) | Option Awards \$ | Non-Equity Incentive Plan Compensation ⁽³⁾ (\$) | Change in Pension Value & Non-qualified Deferred Compensation Earnings ⁽⁴⁾ (\$) | All Other Compensation (\$) | Total (\$) |
|---|------|-------------|------------|----------------------------------|------------------|--|--|-----------------------------|------------|
| (a) | (b) | (c) | (d) | (e) | (f) | (g) | (h) | (i) | (j) |
| Robert G. Schoenberger Chairman of the Board, Chief Executive Officer & President | 2009 | 456,601 | — | 89,250 | — | 196,338 | 504,427 | 60,135 (5) | 1,306,751 |
| | 2008 | 443,302 | — | 191,172 | — | 294,796 | 366,736 | 65,404 | 1,361,410 |
| | 2007 | 424,212 | — | 157,850 | — | 263,011 | 256,027 | 120,398 | 1,221,498 |
| Mark H. Collin Senior Vice President, Chief Financial Officer & Treasurer | 2009 | 221,942 | — | 27,510 | — | 66,805 | 104,971 | 20,241 (6) | 441,469 |
| | 2008 | 214,437 | — | 58,806 | — | 99,820 | 64,369 | 19,957 | 457,389 |
| | 2007 | 205,203 | — | 51,660 | — | 89,058 | 52,417 | 17,824 | 416,162 |
| Thomas P. Meissner, Jr. Senior Vice President & Chief Operating Officer | 2009 | 224,564 | — | 27,510 | — | 67,594 | 95,816 | 21,283 (7) | 436,767 |
| | 2008 | 216,970 | — | 58,806 | — | 101,000 | 17,569 | 22,875 | 417,220 |
| | 2007 | 207,627 | — | 51,660 | — | 90,110 | 48,142 | 22,219 | 419,758 |
| George R. Gantz Senior Vice President Unital Service | 2009 | 200,630 | — | 15,120 | — | 51,763 | 113,773 | 22,801 (8) | 404,087 |
| | 2008 | 194,315 | — | 32,579 | — | 77,532 | 54,115 | 26,431 | 384,972 |
| | 2007 | 187,744 | — | 28,700 | — | 69,841 | 73,551 | 13,287 | 373,123 |
| Todd R. Black Senior Vice President Unital Service | 2009 | 170,138 | — | 15,120 | — | 60,331 | 36,954 | 11,680 (10) | 294,223 |
| | 2008 | 165,183 | 9,000 (9) | 20,695 | — | 45,987 | 13,785 | 12,577 | 267,227 |
| | 2007 | 158,070 | — | 18,081 | — | 64,429 | 16,553 | 11,379 | 268,512 |

NOTES:

- (1) Officers of the Company also hold various positions with subsidiary companies. Compensation for those positions is included in the above table.
- (2) Values shown in column (e) represent the grant date fair value of each award granted under the Restricted Stock Plan for results attained during the years 2007 – 2009. Restricted Stock Plan grants were made February 6, 2008 for 2007 results at a price of \$28.70, February 16, 2009 for 2008 results at a price of \$20.49, and February 5, 2010 for 2009 results at a price of \$21.00. See also the Grants of Plan-Based Awards Table on page 41.
- (3) The terms of the Incentive Plan provide a cash incentive opportunity if the Company meets certain pre-established performance targets (see “Compensation Discussion and Analysis”). The amounts shown for each Named Executive Officer reflect the cash incentive awarded on February 6, 2008, for 2007 Incentive Plan results, February 16, 2009, for 2008 Incentive Plan results, and February 5, 2010, for 2009 Incentive Plan results. See also the Grants of Plan-Based Awards Table on page 41.
- (4) The amounts shown for Mr. Schoenberger, Mr. Collin and Mr. Meissner reflect the change in pension value plus the change in the SERP value. The amounts shown for Mr. Gantz and Mr. Black reflect only the change in pension value. The Company does not have a non-qualified deferred compensation plan.
- (5) All Other Compensation for Mr. Schoenberger for the year 2009 includes a vehicle allowance, club dues, the 401(k) company match, non-preferential dividends earned in 2009 on the 9,330 shares of Restricted Stock awarded in 2009, and the tax gross-up on the 4,450 shares of restricted stock that vested in 2009 in accordance with the gross-up provision of the Restricted Stock Plan, which is valued at \$32,366.

NOTES, continued:

- (6) All Other Compensation for Mr. Collin for the year 2009 includes the 401(k) company match, non-preferential dividends earned in 2009 on the 2,870 shares of Restricted Stock awarded in 2009, and the tax gross-up on the 1,358 shares of restricted stock that vested in 2009 in accordance with the gross-up provision of the Restricted Stock Plan.
- (7) All Other Compensation for Mr. Meissner for the year 2009 includes the 401(k) company match, non-preferential dividends earned in 2009 on the 2,870 shares of Restricted Stock awarded in 2009, and the tax gross-up on the 1,508 shares of restricted stock that vested in 2009 in accordance with the gross-up provision of the Restricted Stock Plan, which is valued at \$10,962.
- (8) All Other Compensation for Mr. Gantz for the year 2009 includes the 401(k) company match, non-preferential dividends earned in 2009 on the 1,590 shares of Restricted Stock awarded in 2009, and the tax gross-up on the 1,590 shares of restricted stock that were granted and became taxable as current income in 2009, in accordance with the gross-up provision of the Restricted Stock Plan, which is valued at \$15,137. Under the terms of the Company's Restricted Stock Plan, all unvested shares become fully vested upon retirement. According to IRS regulations, shares of restricted stock become taxable as current income when they become non-forfeitable. Mr. Gantz is currently eligible for retirement under the provisions of the Unifil Corporation Retirement Plan, and his restricted stock would vest if he elected retirement. The IRS therefore requires the Company to treat all of Mr. Gantz's unvested restricted shares as taxable income. Taxes were paid on this additional taxable income in accordance with the gross-up provision of the Restricted Stock Plan.
- (9) Mr. Black received a Chairman's Award in 2008 which is an award open to all employees that is given for outstanding contribution for the year. Mr. Black was nominated for the Chairman's Award by Mr. Schoenberger for his extraordinary performance in public relations. The Chairman's Awards are approved by the Compensation Committee.
- (10) All Other Compensation for Mr. Black for the year 2009 includes the 401(k) company match, non-preferential dividends earned in 2009 on the 1,010 shares of Restricted Stock awarded in 2009, and the tax gross-up on the 535 shares of restricted stock that vested in 2009 in accordance with the gross-up provision of the Restricted Stock Plan.