

HHGregg Inc.

HHGregg Inc., 4151 E. 96th St., Indianapolis, 46240 (www.hhgregg.com), is a specialty retailer of home appliances, consumer electronics and furniture. It operates 226 stores in 20 states. In the first fiscal quarter, when ended June 30, 2016, HHGregg lost \$7.2 million, or 32 cents per share, on revenue of \$423.6 million. In the same period a year earlier, the company lost \$8.8 million, or 32 cents per share, on revenue of \$441.1 million. The company's shares trade on NASDAQ under the ticker symbol HGG. Information for Proxy Corner was taken from Yahoo Finance and the company's proxy statement dated June 30, 2016.

VALUE	10/6/16	10/6/15
Shares of common stock outstanding	27.8 million	27.7 million
Market value of one common share	\$1.84	\$5.16
Market value of common stock	\$51.2 million	\$142.9 million

NOTEWORTHY CONTROL

Freeman Spogli & Co.

Number of common shares: 13,475,981
Percentage of all shares: 48.5

BML Investment Partners LP

Number of common shares: 1,910,000
Percentage of all shares: 6.9

Solas Capital Management

Number of common shares: 2,072,000
Percentage of all shares: 7.5

EXECUTIVE COMPENSATION

	Total '16 compensation	Salary Bonus	Stock and option grants (1)	All other pay (2)	% change (3)
Dennis May (4) former president, CEO	\$1,125,439	\$657,200 \$0	\$167,125	\$301,114	7.0%
Robert Riesbeck (5) president, CEO	\$733,127	\$434,131 \$0	\$75,792	\$223,204	-16.7%
Charles Young (6) former chief human resources officer	\$452,295	\$300,571 \$0	\$57,300	\$94,424	8.1%
Trent Taylor (7) former chief information officer	\$408,650	\$302,347 \$0	\$57,300	\$49,003	-4.5%
Keith Zimmerman (8) chief merchandising officer	\$580,864	\$352,674 \$0	\$57,300	\$170,890	82.4%
Samuel Johnson senior vice president of store operations	\$432,112	\$290,441 \$10,000	\$47,369	\$84,302	n/a

(1) Grant date fair value of stock and options awards, as calculated in company's proxy statement in its grant of plan-based awards table.

(2) Includes non-equity incentive plan compensation, above-market or preferential earnings on deferred compensation and all other annual compensation.

(3) Percentage increase or decrease in executive's total compensation vs. previous year.

(4) May left company in February 2016. His 2016 compensation includes \$70,095 in severance.

(5) Riesbeck was promoted from chief financial officer to interim CEO in February 2016. He was named the permanent CEO in August 2016.

(6) Young left company in June 2016.

(7) Taylor left company in March 2016. His 2016 compensation includes \$5,864 in severance.

(8) Zimmerman joined the company in December 2014.

DIRECTORS

Kenneth Kocher, 50

Occupation: former CEO of Lids Sports Group
Number of common shares: 15,000

John Roth, 57

Occupation: CEO of Freeman Spogli & Co.
Number of common shares: 13,475,981

Gregory Bettinelli, 43

Occupation: partner at Upfront Ventures,
co-founder of MuckerLab
Number of common shares: 4,350

Peter Starrett, 68

Occupation: president of Peter Starrett
Associates
Number of common shares: 194,642

Lawrence Castellani, 70

Occupation: former chairman and CEO
of Advance Auto Parts Inc.
Number of common shares: 305,248

Kathleen Tierney, 71

Occupation: operating partner at Parallel
Investment Partners
Number of common shares: 44,642

Benjamin Geiger, 41

Occupation: partner in Freeman Spogli & Co.
Number of common shares: 0

William Carmichael, 72

Occupation: chairman of trustees of various
Columbia Funds trusts
Number of common shares: 9,579

Catherine Langham, 58

Occupation: CEO of Langham Logistics Inc.
Number of common shares: 44,642

All officers and directors as a group (14 people) control 14,743,733 shares, or 53.1 percent of the total. The previous year, 19 insiders controlled 16,113,644 shares, or 53.6 percent.