

HHGregg Inc.

HHGregg Inc., 4151 E. 96th St., Indianapolis, 46240 (www.hhgregg.com), is a specialty retailer of consumer electronics and home appliances. It operates 180 stores in 15 states. In the 12 months ended March 31, 2011, HHGregg earned \$48.2 million, or \$1.19 a share, on sales of \$2.1 billion. In the same period a year earlier, the company earned \$39.2 million, or \$1.03 a share, on sales of \$1.5 billion. 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, 2011.

VALUE	7/5/11	7/6/10
Shares of common stock outstanding	38.5 million	39.4 million
Market value of one common share	\$13.31	\$20.74
Market value of common stock	\$512.4 million	\$817.2 million

NOTEWORTHY CONTROL

Freeman Spogli & Co.

Number of common shares: 13,475,981
 Percentage of all shares: 35.0

Next Century Growth Investors LLC

Number of common shares: 2,791,370
 Percentage of all shares: 7.2

Jerry Throgmartin

Number of common shares: 2,855,635
 Percentage of all shares: 7.4

Putnam LLC

Number of common shares: 2,022,181
 Percentage of all shares: 5.1

Gregg W. Throgmartin

Number of common shares: 2,466,896
 Percentage of all shares: 6.4

EXECUTIVE COMPENSATION

	Total '11 compensation	Salary Bonus	Stock and option grants (1)	All other pay (2)	% change (3)
Jerry W. Throgmartin executive chairman	\$682,627	<u>\$300,000</u> \$0	\$338,372	\$44,255	19.3%
Dennis May president, CEO	\$1,621,794	<u>\$450,000</u> \$0	\$845,929	\$325,865	6.2%
Jeremy Aguilar chief financial officer	\$913,148	<u>\$270,300</u> \$0	\$451,162	\$191,686	6.8%
Gregg W. Throgmartin executive vice president	\$1,050,161	<u>\$280,500</u> \$0	\$563,953	\$205,708	3.5%
Michael Larimer chief merchandising officer	\$848,983	<u>\$265,200</u> \$0	\$391,267	\$192,516	-7.2%
Michael Stout chief administrative officer	\$794,295	<u>\$262,500</u> \$0	\$338,372	\$193,423	4.2%

(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.

DIRECTORS

Jerry W. Throgmartin, 56

Occupation: executive chairman of company
 Number of common shares: 2,855,635
 Previous year: 3,152,720

Charles Rullman, 63

Occupation: retired Freeman Spogli general partner
 Number of common shares: 40,001
 Previous year: 20,001

Dennis May, 43

Occupation: president, CEO of company
 Number of common shares: 1,368,085
 Previous year: 1,892,114

Michael Smith, 62

Occupation: former WellPoint CFO
 Other directorships: Kite Realty Group Trust, Brightpoint Inc., Vectren Corp.,
 Number of common shares: 163,748
 Previous year: 180,001

Lawrence Castellani, 65

Occupation: former chairman and CEO of Advance Auto Parts Inc.
 Number of common shares: 400,607
 Previous year: 390,607

Peter Starrett, 63

Occupation: president of Peter Starrett Associates
 Other directorships: Pacific Sunwear Inc., PETCO Animal Supplies Inc.
 Number of common shares: 380,001
 Previous year: 390,607

Benjamin Geiger, 36

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

Kathleen Tierney, 65

Occupation: former CEO of Sur La Table
 Number of common shares: 6,668
 Previous year: 0

Catherine Langham, 53

Occupation: CEO of Langham Logistics Inc.
 Other directorships: The Finish Line Inc., Celadon Group Inc.
 Number of common shares: 6,668
 Previous year: 0

Darrell Zink, 64

Occupation: CEO of Strategic Capital Partners, former vice chairman of Duyke Realty Corp.
 Other directorships: Kite Realty Group Trust,
 Number of common shares: 48,001
 Previous year: 35,001

John Roth, 52

Occupation: general partner of Freeman Spogli & Co.
 Other directorships: El Pollo Loco Inc.
 Number of common shares: 13,475,981
 Previous year: 13,475,981

All officers and directors as a group (18 people) control 21,927,688 shares, or 54.5 percent, of the company's common stock. That compares with 16 people owning 21,495,942 shares, or 52.5 percent, of the common stock, the previous year.