

Nolan served as Executive Vice President and Director for John Harvard's Brew House L.L.C., and Senior Vice President, Development, for American Hospitality Concepts Inc. From March 1996 to December 1997, Nolan was Vice President of Real Estate Development for Apple South Incorporated, a chain restaurant operator, and from 1989 to March 1996, Nolan was Vice President of Real Estate and Development for Morrison Restaurants Inc. Prior to 1989, Nolan served in various real estate and development capacities for Cardinal Industries Inc. and Nolan Development and Investment.

Other key Senior Vice Presidents included Scott Davis, Chief Concept Officer; Scott Davis, Chief Legal Officer; Rebecca Fine, Chief People Officer; Thomas Kish, Chief Information Officer; Michael Kupstas, Chief Franchise Officer; Michael Simon, Chief Marketing Officer; and William Simpson, Chief Company and Joint Venture Operations Officer. In 2009, the total compensation for the top five highest-paid executive officers ranged from US\$3,354,708 to US\$3,354,708.⁶⁵

At year-end 2009, there were two classes of stock: (1) Class A common stock with 30,491,278 shares outstanding and one vote per share, and (2) Class B common stock with 1,392,107 shares outstanding and three votes per share.⁶⁶ Class A common stock was traded on NASDAQ under the symbol PNRA. As of March 15, 2010, all directors, director nominees, and executive officers as a group (20 persons) held 1,994,642 shares or 6.22% of Class A common stock and 1,311,690 shares or 94.22% of Class B common stock with a combined voting percentage of 13.23%. Ronald Shaich owned 5.5% of Class A common stock and 94.22% of Class B common stock for a combined voting percentage of 12.42%.⁶⁷ In November 2009, the Board of Directors approved a three-year share repurchase program of up to US\$600 million of Class A common stock.⁶⁸

Menu⁶⁹

Panera's value-oriented menu was designed to provide the company's target customers with affordably priced products built on the strength of the company's bakery expertise. The Panera menu featured proprietary items prepared with high-quality fresh ingredients as well as unique recipes and toppings. The key menu groups were fresh-baked goods, including a variety of freshly baked bagels, breads, muffins, scones, rolls, and sweet goods; made-to-order sandwiches; hearty and unique soups; hand-tossed salads; and café beverages including espresso, roasted coffees, hot or cold espresso, cappuccino drinks, and smoothies.

The company regularly reviewed and updated its menu offerings to satisfy changing customer preferences, to improve its products, and to maintain customer interest. To give customers a reason to return, Panera had been rolling out new products with fresher ingredients such as antibiotic-free chicken (Panera is the nation's largest buyer⁷⁰). The roots of many new Panera dishes could be traced to its R&D team's twice-yearly retreats to the Adirondack where staffers took turns trying to out-do each other in the kitchen. "We start with: What do we think tastes good," said Scott Davis. "We're food people, and if we're not working on something that gets us really excited, it's kind of not worth working on."⁷¹ Panera did not have test kitchens and instead tested all new menu items directly in its cafés.

Panera integrated new product rollouts into the company's periodic or seasonal menu rotations, referred to as "Celebrations." Examples of products introduced in fiscal 2009 included the Chopped Cobb Salad and Barbeque Chicken Chopped Salad, introduced during the 2009 summer salad celebration. Other menu changes in 2009 included a reformulated French baguette, a new line of smoothies, new coffee, a new Napa Almond Chicken Sandwich, a new Strawberry Granola Parfait, the Breakfast Power Sandwich, and a new line of brownies and blondies. Three new salmon options, five years in the making, were introduced in early 2010 along with a new Low-Fat Garden Vegetable Soup and a new Asiago

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