




**AMN Healthcare Services, Inc.**

AHS NYSE

Healthcare Facilities

Market Capitalization USD:

\$161.93 mm**CONCERN LEVEL: AVERAGE**

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years. 
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group. 
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: Susan R. Salka**Age: 47****CEO Since: 2005**

	2009	2010	2011
Base Salary	\$626,971	\$617,885	\$675,000
Discretionary Bonus	\$0	\$245,000	\$0
Annual Cash Incentive	\$172,604	\$182,585	\$484,102
Benefits and Perquisites	\$33,455	\$1,260	\$16,040
TOTAL ANNUAL COMPENSATION	\$833,030	\$1,046,730	\$1,175,142
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$294,545	\$572,150	\$0
Stock Awards	\$590,381	\$984,335	\$1,379,426
TOTAL COMPENSATION	\$1,717,956	\$2,603,215	\$2,554,568
Median of Other Named Executive Officers Total Compensation	\$928,054	\$1,260,278	\$782,321
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$236,209	\$460,696	\$1,061,899
TOTAL REALIZED EQUITY COMPENSATION	\$236,209	\$460,696	\$1,061,899

Proxy Date: 9 Mar 2012

Annual Meeting Date: 18 Apr 2012

Equity Reserves: 14.63%

Stock Option Run Rate: 1.21%

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Performance Comparison

■ S&P500 ■ Industry ■ AHS



Peer Comparisons (TRBC) =Healthcare Facilities

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
AHS	AMN Healthcare Services, Inc.	\$1,717,956	\$2,603,215	\$2,554,568	\$161,934,350
ENSG	Ensign Group, Inc. (The)	\$926,631	\$1,580,350		\$484,793,607
OMCL	Omnicell, Inc.	\$1,717,016	\$1,988,051		\$456,600,258
KND	Kindred Healthcare, Inc.	\$4,745,504	\$5,586,785		\$449,210,491
NHC	National Healthcare Corporation	\$3,561,663	\$2,196,888	\$2,438,241	\$446,773,438
AMED	Amedisys, Inc.	\$4,318,454	\$2,185,698		\$433,619,239
UHT	Universal Health Realty Income Trust	\$82,959	\$86,074		\$424,618,657

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Amedisys, Inc., CDI Corp., Cross Country Healthcare, Inc., Gentiva Health Services, Inc., Healthways, Inc., Heidrick & Struggles International, Inc., Insperty, Inc. (formerly known as Administaff, Inc.), IPC The Hospitalist Company, KForce, Inc., Korn/Ferry, International, LHC Group, Inc., On Assignment, Inc., RehabCare Group, Inc., SFN Group, Inc., TrueBlue, Inc.

Performance Peer Group

Amedisys, Inc., CDI Corp., Cross Country Healthcare, Inc., Gentiva Health Services, Inc., Healthways, Inc., Heidrick & Struggles International, Inc., Insperty, Inc. (formerly known as Administaff, Inc.), IPC The Hospitalist Company, KForce, Inc., Korn/Ferry, International, LHC Group, Inc., On Assignment, Inc., RehabCare Group, Inc., SFN Group, Inc., TrueBlue, Inc.

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
R. Jeffrey Harris	Chairman	57	Male	7	Outside
Martha Marsh	Member	63	Female	2	Outside
Michael M.E. Johns	Member	70	Male	4	Outside