


**AmSurg Corp.****AMSG NASDAQ**

Healthcare Facilities

Market Capitalization USD:

\$704.02 mm**CONCERN LEVEL: LOW**

- 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: Christopher A. Holden**Age: 48****CEO Since: 2007**

	2009	2010	2011
Base Salary	\$537,500	\$559,000	\$650,000
Discretionary Bonus	\$73,748	\$139,750	\$0
Annual Cash Incentive	\$359,083	\$0	\$526,988
Benefits and Perquisites	\$100,667	\$20,895	\$69,125
TOTAL ANNUAL COMPENSATION	\$1,070,998	\$719,645	\$1,246,113
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$625,000	\$999,753	\$1,034,155
TOTAL COMPENSATION	\$1,695,998	\$1,719,398	\$2,280,268
Median of Other Named Executive Officers Total Compensation	\$808,208	\$853,620	\$938,360
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$0	\$0	\$2,700,000
TOTAL REALIZED EQUITY COMPENSATION	\$0	\$0	\$2,700,000

Proxy Date: 18 Apr 2012

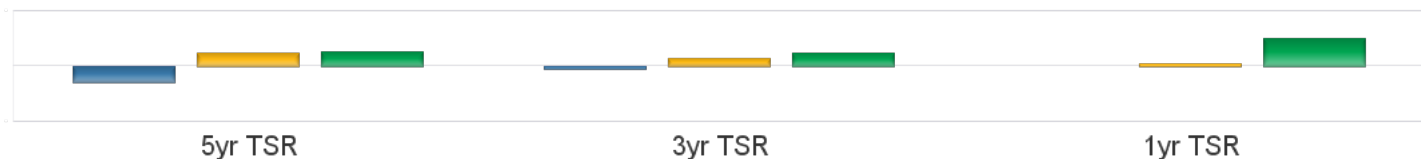
Annual Meeting Date: 17 May 2012

Equity Reserves: 12.07%

Stock Option Run Rate: 0.00%

Performance Comparison

■ S&P500 ■ Industry ■ AMSG



Peer Comparisons (TRBC) =Healthcare Facilities

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
AMSG	AmSurg Corp.	\$1,695,998	\$1,719,398	\$2,280,268	\$704,016,315
AH	Accretive Health, Inc.		\$10,316,988	\$3,863,258	\$2,070,139,974
HMSY	HMS Holdings Corp.	\$2,156,883	\$1,486,478		\$2,066,675,479
LPNT	LifePoint Hospitals, Inc.	\$7,940,529	\$8,152,151		\$1,905,279,413
THC	Tenet Healthcare Corporation	\$10,700,750	\$12,242,946	\$10,740,341	\$1,898,598,754
HMA	Health Management Associates, Inc.	\$4,306,064	\$6,384,344		\$1,758,391,410
OHI	Omega Healthcare Investors, Inc.	\$1,130,700	\$1,565,251		\$1,642,341,534

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

Peer Group selected by the advisory firm. Specific companies not disclosed.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Cynthia S. Miller	Member	55	Female	1	Outside
James A. Deal	Member	62	Male	20	Outside Related
John W. Popp	Member	64	Male	3	Outside
Kevin P. Lavender	Member	50	Male	8	Outside