



**Chelsea Therapeutics International, Ltd.**

**CHTP NASDAQ**

**Pharmaceuticals - Diversified**

Market Capitalization USD:

**\$237.11 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: Simon Pedder**

**Age: 51**

**CEO Since: 2004**

	2009	2010	2011
<b>Base Salary</b>	\$447,164	\$460,608	\$474,408
<b>Discretionary Bonus</b>	\$0	\$0	\$25,000
<b>Annual Cash Incentive</b>	\$231,405	\$267,600	\$181,992
<b>Benefits and Perquisites</b>	\$21,086	\$20,604	\$20,708
<b>TOTAL ANNUAL COMPENSATION</b>	<b>\$699,655</b>	<b>\$748,812</b>	<b>\$702,108</b>
<b>Increase in Post-Retirement Benefits</b>	\$0	\$0	\$0
<b>Stock Option Awards</b>	\$469,363	\$496,495	\$252,297
<b>Stock Awards</b>	\$0	\$0	\$0
<b>TOTAL COMPENSATION</b>	<b>\$1,169,018</b>	<b>\$1,245,307</b>	<b>\$954,405</b>
<b>Median of Other Named Executive Officers Total Compensation</b>	\$396,460	\$449,491	\$601,451
<b>Value Realized on Exercise of Stock Option</b>	\$0	\$0	\$0
<b>Value Realized on Vesting of Stock</b>	\$0	\$0	\$0
<b>TOTAL REALIZED EQUITY COMPENSATION</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>

**Proxy Date:** 30 Apr 2012

**Annual Meeting Date:** 12 Jun 2012

**Equity Reserves:** 12.52%

**Stock Option Run Rate:** 1.49%

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## Performance Comparison

■ S&P500 ■ Industry ■ CHTP



## Peer Comparisons (TRBC) =Pharmaceuticals - Diversified

### Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
CHTP	Chelsea Therapeutics International, Ltd.	\$1,169,018	\$1,245,307	\$954,405	\$237,107,292
OPTR	Optimer Pharmaceuticals, Inc.	\$1,068,180	\$4,976,699	\$1,654,935	\$644,989,685
NPSP	NPS Pharmaceuticals Inc.	\$2,131,592	\$1,787,384	\$1,723,044	\$560,105,387
MAPP	MAP Pharmaceuticals, Inc.	\$1,570,293	\$1,882,343	\$2,844,422	\$444,682,300
SPPI	Spectrum Pharmaceuticals, Inc.	\$3,792,956	\$5,514,195		\$405,899,816
ACHN	Achillion Pharmaceuticals, Inc.		\$1,913,823	\$1,422,901	\$329,072,396
SVNT	Savient Pharmaceuticals, Inc.	\$1,414,685	\$639,132	\$8,790,708	\$292,731,799

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

Specific companies not disclosed.

### Performance Peer Group

NA

## COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Kevan Clemens	Chairman	67	Male	8	Outside
Michael Weiser	Member	49	Male	10	Outside Related
Roder G. Stoll	Member	69	Male	4	Outside

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