



HealthSouth Corporation




HLS NYSE

Healthcare Facilities

Market Capitalization USD:

\$1,422.61 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: Jay Grinney

Age: 62

CEO Since: 2004

	2009	2010	2011
Base Salary	\$1,000,000	\$1,000,000	\$1,000,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$1,790,000	\$1,436,800	\$1,588,000
Benefits and Perquisites	\$58,511	\$112,486	\$148,119
TOTAL ANNUAL COMPENSATION	\$2,848,511	\$2,549,286	\$2,736,119
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$1,129,683	\$1,280,396	\$1,459,500
Stock Awards	\$2,060,150	\$2,805,373	\$3,493,416
TOTAL COMPENSATION	\$6,038,344	\$6,635,055	\$7,689,035
Median of Other Named Executive Officers Total Compensation	\$1,559,279	\$1,299,825	\$1,700,639
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$194,600	\$352,000	\$4,067,673
TOTAL REALIZED EQUITY COMPENSATION	\$194,600	\$352,000	\$4,067,673

Proxy Date: 2 Apr 2012

Annual Meeting Date: 3 May 2012

Equity Reserves: 17.26%

Stock Option Run Rate: 0.21%

HealthSouth Corporation

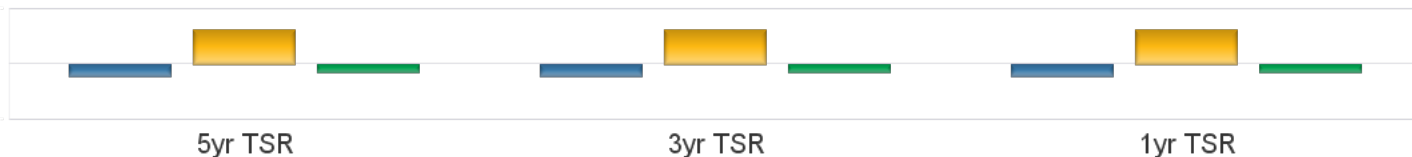
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Performance Comparison

■ vs S&P500 ■ vs Industry ■ HLS



Peer Comparisons (TRBC) =Healthcare Facilities

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
HLS	HealthSouth Corporation	\$6,038,344	\$6,635,055	\$7,689,035	\$1,422,606,289
UHS	Universal Health Services, Inc.	\$12,006,675	\$9,850,965		\$3,324,335,278
SNH	Senior Housing Properties Trust	\$163,693	\$256,653		\$3,303,667,257
MD	MEDNAX, Inc.	\$8,035,314	\$6,526,486		\$3,054,801,524
OCR	Omnicare, Inc.	\$25,234,045	\$32,833,583		\$2,948,465,659
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

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, Health Management Association, Skilled Healthcare Group, Chemed Corporation, Kindred Healthcare, Sun Healthcare Group, Community Health Systems, LifePoint Hospitals, Tenet Healthcare Corporation, Gentiva Health Services, Lincare Holdings, Universal Healthcare Services.

Performance Peer Group

S&P Health Care Services Select Industry Index: HealthSouth, Aetna Inc., Air Methods Corp., Amedisys Inc., AMERIGROUP Corp., Amerisourcebergen Corp., Amsurg Corp., Bio Reference Laboratories Inc., Brookdale Senior Living Inc., Cardinal Health Inc., Catalyst Health Solutions Inc., Centene Corp., Chemed Corp., Cigna Corp., Community Health Systems Inc., Coventry Health Care Inc., Davita Inc., Emergency Medical Services, Express Scripts Inc., Gentiva Health Services Inc., Hanger Orthopedic Group Inc., Health Management Associates Inc., Health Net Inc., Healthspring, Henry Schein Inc., HMS Holdings Corp., Humana Inc., IPC The Hospitalist Co Inc., Kindred Healthcare Inc., Laboratory Corp. of America Holdings, LHC Group, Lifepoint Hospitals Inc., Lincare Holdings Inc., Magellan Health Services, McKesson Corporation, Medco Health Solutions Inc., Mednax Inc., Molina Healthcare, MWI Veterinary Supply, Omnicare Inc., Owens & Minor Inc., Patterson Companies Inc., PSS World Medical Inc.,

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
L. Edward Shaw	Chairman	67	Male	7	Outside
Leo I. Hiadon	Member	66	Male	8	Outside
Yvonne Montomerv Curl	Member	57	Female	8	Outside

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