



2776 University Drive ♦ Coral Springs, Florida 33065
Office (954) 509-0911 ♦ Fax (877) 895-5647

December 20, 2011

Dear Fellow Shareholders of Nutra Pharma:

Season's Greetings!

I wanted to take this opportunity to share with you the accomplishments of the year now ending as well as the strides that we have made in moving the Company forward. I would also like to briefly outline our goals and expectations for the coming year and years ahead.

[Nutra Pharma](#) Corporation operates as a biotechnology and biopharmaceutical company specializing in the acquisition, licensing, and commercialization of pharmaceutical products and technologies for the management of neurological disorders, autoimmune disorders, and infectious diseases, including; Multiple Sclerosis (MS), Human Immunodeficiency Virus (HIV), Adrenomyeloneuropathy (AMN) and Pain. While these treatments are in the Company's clinical pipeline for future development, we are currently marketing several drug products for sale for the treatment of pain under the brands Cobroxin® and [Nyloxin](#)™. The focus of the Company over the past year has been on the manufacturing, research, sales and distribution of our over-the-counter pain drugs: Cobroxin®, Nyloxin™ and Nyloxin™ Extra Strength.

These drugs offer several benefits as pain relievers and anti-inflammatory agents. With increasing concern about consumers using opioid and acetaminophen-based pain relievers, Cobroxin and Nyloxin brands offer an alternative that does not rely on opiates or non-steroidal anti-inflammatory drugs, otherwise known as NSAIDs, for its pain relieving effects. These drugs have a well-defined safety profile. Since the early 1930s, the active pharmaceutical ingredient (API), Asian cobra venom, has been studied in more than 46 human clinical studies. The data from these studies provide clinical evidence that cobra venom provides an effective treatment for pain with few side effects and has the following benefits:

- safe and effective;
- all natural;
- long-acting;
- easy to use;
- non-narcotic;
- non-addictive; and
- analgesic and anti-inflammatory.

Cobroxin was originally launched through a third-party distributor in late 2009 and quickly found its way into over 30,000 retail stores, on-line stores and catalog sales companies. Although the product had wide distribution, it was not marketed effectively. This resulted in low sell-through at the stores with the eventual cancellation of our distribution agreement. Regardless of these setbacks, the product is still well-accepted and is still carried in most stores across the country. We are currently in negotiations with several groups to fund the marketing campaign for the re-launch of Cobroxin with support on television, radio and print. We expect to have the product available throughout the US with the subsequent market support by the end of the second quarter next year.

Nyloxin and Nyloxin Extra Strength are stronger versions of Cobroxin. Domestically, we have been distributing the Nyloxin products through the website www.Nyloxin.com and through medical distributors at Henry Schein, Inc. Sales have been steady throughout 2011 and we are working to increase the domestic sales for the first quarter of 2012 by introducing the products to new distributors and sales channels. The Company has also been working continuously over the last year to register Nyloxin in countries all over the world. To that end, we have announced distribution plans in: Canada, [Mexico](#), [Colombia](#), [Venezuela](#), [Panama](#), [Lebanon](#), [Jordan](#) and [India](#). Although we had limited international sales this year, we expect to complete registrations in more than twenty foreign markets by the third quarter 2012. This will potentially allow for steady sales growth and pipeline fills as we open and supply each market.

While we have worked to increase the sales of our retail products, we have continued to work diligently on our deep [pipeline](#) of drug candidates. Researchers working in our wholly-owned subsidiary, [ReceptoPharm](#), have completed several studies, published numerous articles and have been granted three new patents in the last sixteen months. These are significant milestones expanding our intellectual property and potentially increasing the value of the company.



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Patents:

- U.S. Patent No. 7,902,152, Use of cobratoxin as an analgesic was granted in March 2011 with 16 claims.
- U.S. Patent No. 7,758,894, Modified elapid venoms as stimulators of the immune reaction was granted in July, 2010 with 14 claims.
- U.S. Patent No. 8,034,777, Modified Anticholinergic Neurotoxins as Modulators of the Autoimmune Reaction was granted in October, 2011 with 7 claims.

Publications:

- Alpha-cobratoxin inhibits T-type calcium currents through muscarinic M4 receptor and G_o-protein βγ subunits-dependent protein kinase A pathway in dorsal root ganglion neurons / Neuropharmacology (Printed Ahead of Press - December, 2011)
- Cobra Venom: A Review of the Old Alternative to Opiate Analgesics / Alternative Therapies in Health and Medicine (January, 2011)

In closing, we would like our shareholders to understand that we are dedicated to increasing exposure and sales of our pain drugs as our primary short-term goal. As these revenues grow, it will allow the Company to re-engage in our clinical trials and move our potentially lucrative drug platform forward in the regulatory process. Our eventual goal over the next several years is the marketing or licensing of our drugs for the treatment of Multiple Sclerosis and HIV/AIDS.

If you haven't already taken a moment to sign up for our e-mail alerts, be sure to do so by visiting www.NutraPharma.com. Signing up will ensure that you receive the latest news and announcements when they become available.

As part of our ongoing shareholder communications, we have included a brief question and answer section in this document. Our goal is to provide you with valuable information about the Company. In doing so, we have taken the most popular shareholder questions and have created responses for your review. As always, if you have any additional questions or would like more information, please contact our investor relations hotline at (877) 895-5647.

Sincerely yours,

Rik J. Deitsch
Chairman and Chief Executive Officer
Nutra Pharma Corporation
Stock Symbol: OTC: NPHC



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Questions and Answers

What is happening with Cobroxin?

We are working with several companies to aid in the re-launch of the Cobroxin brand - with updated packaging and a clearly articulated marketing plan. It is our goal to begin distribution of Cobroxin in the second quarter of 2012.

What are your plans for Nyloxin?

Nyloxin is currently being sold through Henry Schein, Inc. and through our website at www.Nyloxin.com. We will begin active marketing of Nyloxin in the US to hospitals, clinics, physician's offices and pharmacies over the next several months. International sales have already begun and we expect these to grow apace as we complete all of the regulatory hurdles on a country-by-country basis. It is our goal to have Nyloxin available in more than twenty foreign markets by the end of 2012.

How is the Company being capitalized?

We have had modest product sales over the past year as we have been working on expanding our market and scaling up production. Because of this, the Company has been capitalized through several small private placements of the company's stock as well as the sale of stock through an established PIPE financing with Lincoln Park Capital. We have also received debt financing to increase production and create inventory that will allow us to sell through efficiently as we begin our marketing campaign. It is our plan to create revenues through the sales of Cobroxin and Nyloxin to fund the Company's activities and repay any debt obligations.

This letter contains forward-looking statements. The words or phrases "would be," "will allow," "intends to," "will likely result," "are expected to," "will continue," "is anticipated," "estimate," "project," or similar expressions are intended to identify "forward-looking statements." Actual results could differ materially from those projected in Nutra Pharma's ("the Company") business plan. The Company's business is subject to various risks, which are discussed in the Company's filings with the Securities and Exchange Commission ("SEC"). This shareholder letter and the Nutra Pharma questions and answers should not be construed as an indication in any way whatsoever of the value of the Company or its common stock. The Company's filings may be accessed at the SEC's Edgar system at www.sec.gov. Statements made herein are as of the date of this press release and should not be relied upon as of any subsequent date. The Company cautions readers not to place reliance on such statements. Unless otherwise required by applicable law, we do not undertake, and we specifically disclaim any obligation, to update any forward-looking statements to reflect occurrences, developments, unanticipated events or circumstances after the date of such statement.