

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>DOMAIN PARTERS VII L P</u>  (Last) (First) (Middle) <u>C/O DOMAIN ASSOCIATES, LLC</u> <u>ONE PALMER SQUARE</u>  (Street) <u>PRINCETON NJ 08542</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Esperion Therapeutics, Inc. [ ESPR ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/21/2014</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/21/2014		P		500,000	A	\$20	2,566,935	D <sup>(1)(2)(3)</sup>	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)					

1. Name and Address of Reporting Person\*  
DOMAIN PARTERS VII L P  
 (Last) (First) (Middle)  
C/O DOMAIN ASSOCIATES, LLC  
ONE PALMER SQUARE  
 (Street)  
PRINCETON NJ 08542  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
BLAIR JAMES C  
 (Last) (First) (Middle)  
C/O DOMAIN ASSOCIATES, LLC  
ONE PALMER SQUARE  
 (Street)  
PRINCETON NJ 08542  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
DOVEY BRIAN H  
 (Last) (First) (Middle)  
C/O DOMAIN ASSOCIATES, LLC

ONE PALMER SQUARE

(Street)  
PRINCETON NJ 08542

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

TREU JESSE I

(Last) (First) (Middle)  
C/O DOMAIN ASSOCIATES, LLC  
ONE PALMER SQUARE

(Street)  
PRINCETON NJ 08542

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

SCHOEMAKER KATHLEEN K

(Last) (First) (Middle)  
C/O DOMAIN ASSOCIATES, LLC  
ONE PALMER SQUARE

(Street)  
PRINCETON NJ 08542

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

VITULLO NICOLE

(Last) (First) (Middle)  
C/O DOMAIN ASSOCIATES, LLC  
ONE PALMER SQUARE

(Street)  
PRINCETON NJ 08542

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

Halak Brian K

(Last) (First) (Middle)  
C/O DOMAIN ASSOCIATES, LLC  
ONE PALMER SQUARE

(Street)  
PRINCETON NJ 08542

(City) (State) (Zip)

**Explanation of Responses:**

1. The securities reported as directly beneficially owned by the designated Reporting Person may be deemed to be indirectly beneficially owned by each of the Reporting Owners listed below, each of whom is a managing member of One Palmer Square Associates VII, LLC, the sole general partner of the designated Reporting Person. Pursuant to Instruction 4(b)(iv) of Form 4, each such individual has elected to report as indirectly beneficially owned the entire number of securities owned by the designated Reporting Person, however each of them disclaims beneficial ownership of any securities, and any proceeds thereof, that exceed his or her pecuniary interest therein and/or that are not actually distributed to him or her.
2. As managing members of the sole general partner of DP VII Associates, L.P., each Reporting Owner listed below may also be deemed to indirectly beneficially own 35,253 shares of Common Stock held by DP VII Associates, L.P.
3. As managing members of Domain Associates, LLC, each Reporting Owner listed below may also be deemed to indirectly beneficially own 21,471 shares of Common Stock held by Domain Associates, LLC.

**Remarks:**

/s/ Kathleen K. Schoemaker, as 10/21/2014  
Managing Member of One  
Palmer Square Associates VII,  
LLC, General Partner of  
Domain Partners VII, L.P.,  
individually, and as Attorney-  
in-Fact for J. Blair, B. Dovey,

J. Treu, N. Vitullo and B.  
Halak

\*\* Signature of Reporting Person      Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**