

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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>Alta Partners VIII, L.P.</u> (Last) (First) (Middle) <u>ONE EMBARCADERO CENTER</u> <u>37TH FLOOR</u> (Street) <u>SAN FRANCISCO</u> <u>CA</u> <u>94111</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Esperion Therapeutics, Inc.</u> [<u>ESPR</u>] 3. Date of Earliest Transaction (Month/Day/Year) <u>07/01/2013</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <u>X</u> 10% Owner Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <u>X</u> Form filed by More than One Reporting Person
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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	07/01/2013		C		1,816,475	A	(1)	1,816,475	I	See footnote ⁽²⁾
Common Stock	07/01/2013		P		235,714	A	\$14	2,052,189	I	See footnote ⁽²⁾

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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series A Preferred Stock	(1)	07/01/2013		C			1,816,475	(1)	(1)	Common Stock	1,816,475	\$0	0	I	See footnote ⁽²⁾
Warrant to Purchase Preferred Stock	\$1 ⁽³⁾	07/01/2013		J			497,666 ⁽³⁾	(4)	02/12/2018	Series A Preferred Stock	497,666	\$0	0	I	See footnote ⁽²⁾
Warrant to Purchase Common Stock	\$6.99 ⁽³⁾	07/01/2013		J			71,237 ⁽³⁾	(4)	02/12/2018	Common Stock	71,237	\$0	71,237	I	See footnote ⁽²⁾

1. Name and Address of Reporting Person* <u>Alta Partners VIII, L.P.</u> (Last) (First) (Middle) <u>ONE EMBARCADERO CENTER</u> <u>37TH FLOOR</u> (Street) <u>SAN FRANCISCO</u> <u>CA</u> <u>94111</u> (City) (State) (Zip)	1. Name and Address of Reporting Person* <u>Alta Partners Management VIII, LLC</u> (Last) (First) (Middle) <u>ONE EMBARCADERO CENTER</u> <u>37TH FLOOR</u> (Street) <u>SAN FRANCISCO</u> <u>CA</u> <u>94111</u> (City) (State) (Zip)	1. Name and Address of Reporting Person* <u>CHAMPSI FARAH</u>
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(Last)	(First)	(Middle)
ONE EMBARCADERO CENTER		
37TH FLOOR		
(Street)		
SAN FRANCISCO CA 94111		
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
NOHRA GUY P		
(Last)	(First)	(Middle)
ONE EMBARCADERO CENTER,		
37TH FLOOR		
(Street)		
SAN FRANCISCO CA 94111		
(City) (State) (Zip)		

Explanation of Responses:

1. The Series A Preferred Stock was automatically converted into Common Stock on a 6.986-for-1 basis upon the closing of the Issuer's initial public offering without payment of further consideration and had no expiration date.
2. These securities are held of record by Alta Partners VIII, L.P. ("APVIII"). Alta Partners Management VIII, LLC ("APMVIII") is the general partner of APVIII. Guy Nohra, Daniel Janney and Farah Champsi are managing directors of APMVIII and exercise shared voting and investment power with respect to the shares owned by APVIII. Each of the reporting persons disclaims beneficial ownership of such securities, except to the extent of his or its proportionate pecuniary interest therein. Mr. Janney, as a director of the Issuer, files Section 16 reports separately.
3. Upon the closing of the Issuer's initial public offering, this warrant to purchase shares of Series A Preferred Stock automatically converted on a 6.986-for-1 basis into a warrant to purchase shares of Common Stock, and the exercise price automatically adjusted accordingly. The transaction is listed solely for the purpose of reporting the change in the shares underlying the warrant and the change in exercise price.
4. The warrant is immediately exercisable.

<u>By Alta Partners Management</u>	
<u>VIII, LLC, by /s/ Guy Nohra,</u>	<u>07/01/2013</u>
<u>managing director</u>	
<u>/s/ Daniel Janney, managing</u>	<u>07/01/2013</u>
<u>director</u>	
<u>/s/ Guy Nohra, managing director</u>	<u>07/01/2013</u>
<u>/s/ Farah Champsi, managing</u>	<u>07/01/2013</u>
<u>director</u>	
** 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.