

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person* <u>Alta Partners VIII, L.P.</u> <hr/> (Last) (First) (Middle) ONE EMBARCADERO CENTER 37TH FLOOR <hr/> (Street) SAN FRANCISCO CA 94111 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 06/25/2013	3. Issuer Name and Ticker or Trading Symbol <u>Esperion Therapeutics, Inc. [ ESPR ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A Preferred Stock	(1)	(1)	Common Stock	1,816,475	(1)	I	See footnote <sup>(3)</sup>
Warrant to Purchase Preferred Stock	(2)	02/12/2018	Series A Preferred Stock	497,666 <sup>(4)</sup>	1 <sup>(4)</sup>	I	See footnote <sup>(3)</sup>

1. Name and Address of Reporting Person\*  
Alta Partners VIII, L.P.  


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 (Last) (First) (Middle)  
 ONE EMBARCADERO CENTER  
 37TH FLOOR  


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 (Street)  
 SAN FRANCISCO CA 94111  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Alta Partners Management VIII, LLC  


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 (Last) (First) (Middle)  
 ONE EMBARCADERO CENTER  
 37TH FLOOR  


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 (Street)  
 SAN FRANCISCO CA 94111  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
CHAMPSI FARAH  


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 (Last) (First) (Middle)  
 ONE EMBARCADERO CENTER  
 37TH FLOOR  


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 (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 is convertible into Common Stock on a 6.986-for-1 basis at any time at the holder's election, and automatically upon the closing of the Issuer's initial public offering, and has no expiration date.
2. The warrant is immediately exercisable.
3. 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 Champs 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.
4. Upon the closing of the Issuer's initial public offering, this warrant to purchase shares of Series A Preferred Stock will automatically convert on a 6.986-for-1 basis into a warrant to purchase shares of Common Stock, and the exercise price will become \$6.99 per share.

By Alta Partners Management  
VIII, LLC, by /s/ Guy Nohra, 06/25/2013  
managing director

/s/ Daniel Janney, managing  
director 06/25/2013

/s/ Guy Nohra, managing  
director 06/25/2013

/s/ Farah Champs, managing  
director 06/25/2013

\*\* 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 5 (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.**