

ESPERION[®] The Lipid
Management
Company

Third Party Code of Conduct

December 2020

Third Party Code of Conduct

Introduction

Esperion Therapeutics, Inc. (Esperion or the Company) occasionally engages Third Parties in furtherance of its organizational goals and corporate objectives. Such “Third Parties” could include contractors, consultants, vendors, suppliers, and/or temporary workers providing services or products to or working on behalf of the Company. Esperion expects our Third Parties to share our commitment to conducting business ethically and in accordance with applicable laws and regulations as well as applicable industry codes and guidance from regulatory authorities.

This Third Party Code of Conduct (Code) presents a basic set of principles that were created to align with Esperion’s expectations of those with whom we conduct business. Third Parties, and their employees, should seek to apply this Code and its principles as well as Esperion’s Core Values to everyday situations and decisions.

Esperion’s Core Values

Collaboration

We promote an inclusive and supportive environment that, regardless of title or rank, fosters open discussion and debate.

Courage

We challenge the status quo with entrepreneurial spirit as we remain steadfastly committed to problem-solving with agility, resilience, and creativity.

People

We value each other, and we invest in building strong relationships and creating opportunities for personal and professional growth.

Passion

We are committed to making a difference for patients living with hypercholesterolemia and will confront every challenge with optimism and resourcefulness.

Accountability

We hold ourselves and each other to the highest level of personal and professional integrity, by owning what we say and delivering on our commitments.

Third Party Code of Conduct

Legal and Compliance

Anti-bribery/Anti-corruption

Retaining or advancing Esperion's business interests using bribes, kickbacks, or other improper transfers of value to influence any government official, commercial customer, or healthcare professional (HCP) is prohibited. Third Parties must comply with all applicable laws and regulations, including the Anti-Kickback Statute (AKS), United States Foreign Corrupt Practices Act (FCPA) and the United Kingdom Bribery Act (UKBA), and must maintain books and records in accordance with international accounting principles. Accordingly, Esperion prohibits Third Parties from improperly offering, giving, soliciting, or receiving any money or other items of value for any improper purpose, such as gaining an improper advantage in a commercial arrangement or obtaining government action to benefit the Company.

Adverse Event Reporting

Third Parties must report an adverse event (AE), product quality complaint (PQC), or other special reporting situation involving our products within 24 hours of becoming aware of the AE, PQC, or other special reporting situation as required by Esperion policy. To report an adverse event, product complaint, or to speak to a member of the Medical Information department, Third Parties must call 1-833-377-7633 or email pvae@esperion.com.

Antitrust and Competition Laws

Third Parties must comply with applicable antitrust and competition laws and not engage in illegal agreements to prevent or restrict free competition such as price fixing, boycotts, bid rigging, or other unfair practices. Third Parties must not manipulate, conceal, or misrepresent key facts in order to gain an unfair advantage in any business relationship.

Promotional and Non-Promotional Interactions with Healthcare Professionals (HCPs) and Healthcare Organizations (HCOs)

Third Parties interacting with HCPs and/or HCOs must be aware of, and adhere to, applicable laws, industry codes, and Esperion policies regarding promotional and non-promotional activities. Third Parties should never provide or promise items of value to induce or encourage an HCP and/or HCO to prescribe, recommend, use, or purchase Esperion products.

Promotional and Non-Promotional Interactions with Patients and Advocacy Groups

Understanding the patient experience and their unique and evolving medical needs is essential to our success. One of the many ways we stay informed of patients' needs is through our relationships with patient advocacy organizations. Because these organizations can act as representatives for patients, they are subject to the laws, regulations, industry standards, and codes governing interactions with consumers and patients.

Third Party Code of Conduct

Conflicts of Interest

Third Parties are required to avoid conflicts of interest when engaged in Esperion-related business. The potential for a conflict of interest exists when an activity, relationship, or business arrangement makes it difficult for the Third Party to perform its contractual responsibilities or presents the prospect of personal gain or benefit. Third Parties are responsible for disclosing potential conflicts of interests to Esperion upon becoming aware that such conflict may exist.

Gifts, Business Meals, and Other Hospitality

Third Parties must not provide a gift, business meal, or other hospitality that is intended or likely to be perceived as intended to influence Esperion's business decision(s). In certain situations, Third Parties may provide unsolicited gifts to Esperion Colleagues. Such gifts may not be (1) cash, a loan, a service, or other form of compensation, (2) frequent, or (3) of extravagant value.

Data Privacy and Information Security

Third Parties shall protect against inadvertent or unauthorized access, disclosures or modifications of confidential Esperion information, including personal data. Third Parties must take reasonable precautions to prevent such confidential information from being accessed by, or getting into the hands of, unauthorized and/or unintended recipients. With respect to Esperion personal data, Third Parties should use only the minimum amount necessary to achieve the stated business purposes. Third Parties must protect personal data in accordance with the type and sensitivity of the data. Any loss, misuse, or unauthorized access or modification of personal data must be reported to Esperion as soon as the Third Party learns of such an event, and no later than twenty-four (24) hours after becoming aware of the event. Incidents can be reported by sending an email to either privacy@esperion.com or incidents@esperion.com.

Esperion confidential information, including personal data held by Third Parties, should be retained only as needed or as allowed by applicable law or regulation. Third Parties will not, directly or indirectly, use, make available, sell, disclose or otherwise communicate to any unauthorized party, Esperion confidential information, either during or after the termination of any agreement. Upon reasonable request or upon termination Third Parties will deliver to Esperion all copies of any materials and writings received from, created for, or belonging to Esperion. In the alternative, if Esperion requests Third Parties to delete confidential information, Third Parties shall certify that the materials were deleted in a secure way. Any request for deletion of Esperion confidential information that exists on electronic media should follow the National Institute of Standards & Technology (NIST) guidelines for media sanitation, as set forth in NIST Special Publication 800-88.

Import and Export Control Laws

Third Parties must understand and comply with any export/import controls, sanctions and trade restrictions for the countries, governments, government officials, entities and individuals where and with whom they have business dealings.

Third Party Code of Conduct

Animal Welfare

Animal research must be conducted responsibly and in a humane and ethical manner. This means that animal testing must not occur until after the consideration of methods that reduce or replace animal test subjects or mitigate any distress and pain. Animal-free alternatives must be used whenever they are scientifically acceptable and approved by relevant regulatory bodies.

Human Rights and Labor Standards

Anti-Human Trafficking and Anti-Slavery

Third Parties must not engage in human trafficking, either within or across local, state, or international borders, by compelling or coercing a person to provide labor or services.

Non-Discrimination

Third Parties must provide a workplace that does not tolerate harassment or discrimination on any basis including religion, race, color, national origin, age, sex, sexual orientation, sexual identity, pregnancy, childbirth or a related medical condition, physical or mental disability, arrest record, genetic information, or any other category protected by law.

Safe and Healthy Workplace Environment

Third Parties are responsible for participating in safety training and implementing an emergency response plan in accordance with applicable safety standards.

Wages, Hours and Other Compensation

Third Parties are expected to pay fair wages that meet or exceed the legal minimum for all hours worked.

Management Systems

Risk Management and Commitment to the Code

Third Parties must commit to allocating the resources needed to appropriately identify, manage, and control all risk areas covered in this Code.

Training

Third Party employees conducting business for or on behalf of Esperion must have the requisite level of knowledge, skills, and expertise. Training programs designed to prepare such employees

Third Party Code of Conduct

should incorporate the expectations of this Code.

Documentation

Third Parties shall implement the controls necessary to meet the standards of this Code by maintaining documentation exhibiting compliance with applicable laws, regulations, and industry codes.

Reporting Concerns

Third Parties should encourage their employees to report suspected violations of this Code and applicable laws without fear of retaliation. In response to a report made in good faith, Third Parties must take appropriate steps to address the report, including conducting any appropriate investigation, without retaliating against the reporter.

Fraud Prevention

Third Parties must implement comprehensive fraud prevention and reporting processes. Any potential fraud involving Esperion matters must be promptly reported to the Company.

Business Continuity

Third Parties are responsible for creating and adopting business continuity plans that quickly recover and/or restore critical business functions in response to potential disruptions. Such plans should be designed to minimize the disruption, if any, to Esperion business and reputation.

Quality Control

Change Control

Third Parties must establish written procedures that prohibit changes to the materials, components, process, computer hardware/software, product specifications, and/or test methods that may impact the Esperion product(s).

Quality Systems

Third Parties must implement the appropriate quality system(s) prior to performing the contracted services. An appropriate quality system fosters compliance with all applicable laws and regulations.

Monitoring Performance and Continuous Improvement

Third Party Code of Conduct

Third Parties must monitor the quality of goods delivered to, or on behalf of, Esperion. Third Parties are required to demonstrate continuous improvement in their performance by decreasing the number of product defects and/or patient complaints. Esperion expects its Third Parties to allow it to audit Third Party facilities and systems and review documents related to the manufacturing, packaging and labeling of Esperion products.

Third Parties are also expected to show continuous improvement in their ability to meet the standards of this Code. Third Parties can accomplish this task by setting milestones and taking corrective action in response to potential or actual violations of this Code.

Notice of Regulatory or Compliance Events

Third Parties must immediately notify Esperion upon the receipt of a Regulatory Authority inspection report, deficiency letter, or written regulatory compliance observation related to the facilities used to produce, test or warehouse Esperion products, or the products themselves.

Environmental Health and Safety

Process Safety

Third Parties shall have systems and programs in place to identify and quantify both occupational and procedural hazards. Third Parties must employ measures to prevent or mitigate such hazards in accordance with the level of risk they present.

Worker's Protection

Third Parties must have systems and processes in place to protect workers from exposure to chemical, biological and physical hazards (including physically demanding tasks) in the workplace and Third Party-provided living quarters.

Environmentally Responsible Practices

Esperion expects each Third Party to understand the applicable Environment, Health and Safety standards for its specific products or services, and to augment these standards with the additional product/service specific standards, as necessary. The effectiveness of the protection needs to be verified by trained and experienced or certified subject matter experts.

Emergency Protection

Third Parties shall develop and distribute emergency plans across their facilities and Third Party-provided living quarters. Third Parties should minimize the potential impact of any emergency by implementing suitable emergency plans and response procedures.

Hazard Information

Third Party Code of Conduct

Third Parties shall have programs and systems in place to educate and protect workers from potential hazards. Hazardous materials can include but are not limited to raw materials, isolated intermediates, products, solvents, cleaning agents, and wastes.

Environmental Authorizations

Third Parties shall have processes and systems to conform to applicable environmental laws and regulations. Additionally, Third Parties are responsible for obtaining any required environmental permits, licenses, information registrations and restrictions as well as following their operational and reporting requirements.

Waste and Emissions

Third Parties must implement controls addressing the safe handling, movement, storage, recycling, reuse, or management of waste. Third Parties should always seek to appropriately minimize, manage, control and/or treat waste, emissions and discharges prior to release into the environment.

Spills and Releases

Third Parties must have processes and systems in place to prevent and mitigate, accidental and diffusive spills and releases to the environment.

Diversity in Business Relationships

Support for Diverse Sources

Esperion recognizes that diverse talents and perspectives are vital to achieve success, particularly as our company reaches out to serve the needs of all our patients. Esperion expects its Third Parties to mirror its commitment to obtain high quality goods, services and materials from companies that are owned by individuals who are minorities, women, veterans, disabled, and/or lesbian, gay, bisexual or transgender, or others who represent global diversity.

Support of Economic Development

Where possible, Third Parties should develop partnerships with qualified small businesses and companies in distressed communities with high unemployment rates and low median household incomes, in order to encourage economic development to make a positive difference.