



STATE OF CALIFORNIA

COMPREHENSIVE COMPLIANCE PROGRAM DECLARATION

As part of our continued commitment to compliance, Amylin Pharmaceuticals, Inc. has developed a Comprehensive Compliance Program (“CCP”) compliant with the requirements of the California Marketing Practices Act (California Health and Safety Code §§ 119400-119402). Amylin’s CCP is tailored to the size, organizational structure, and resources of the company and reasonably designed to prevent and detect compliance violations in accordance with the HHS OIG Compliance Program Guidance for Pharmaceutical Manufacturers (“OIG Guidance”). While the OIG Guidance recognizes that even an effective plan may not prevent all violations by individual employees, we have implemented disciplinary and corrective procedures to address violations that are detected. To the best of our knowledge, we are in compliance with our CCP and the requirements of the California Health and Safety Code §§ 119400-119402 as of July 1, 2009. We will continually evaluate and update our CCP as necessary and appropriate.

Amylin is committed to upholding the highest standards of business conduct and ethics in its relationships with customers, employees, shareholders, the business community, and state and federal governments.

Copies of this Declaration and a description of our Comprehensive Compliance Program may be obtained by calling 1-(800)-511-3470.



AMYLIN COMPLIANCE PROGRAM

Comprehensive Compliance Program

In all of its activities, Amylin Pharmaceuticals, Inc. is committed to core principles of good corporate citizenship and integrity. One key component of this commitment--which is relevant to our relationships with the government, our employees, and our customers--is establishing and maintaining an effective Compliance Program. The "Compliance Program Guidance for Pharmaceutical Manufacturers," published by the Office of Inspector General, U.S. Department of Health and Human Services (the "HHS-OIG Guidance") outlines seven key elements of an effective compliance program. We have implemented a comprehensive Compliance Program structured around these elements, which puts our ethical commitment into practice on a daily basis.

The purpose of our Compliance Program is to prevent and detect violations of law or company policy. While the HHS-OIG Guidance recognizes that the implementation of such a program cannot guarantee that improper employee conduct will be entirely eliminated, it is Amylin's expectation that employees will comply with our Code for Shared Business Conduct ("Code of Conduct"), and the policies established in support of the Code of Conduct. In the event that Amylin becomes aware of violations of law or company policy, we will investigate the matter and, where appropriate, take disciplinary action and implement corrective measures to prevent future violations.

The fundamental elements of our Compliance Program are described below. As HHS-OIG calls for in its Guidance, we have tailored our Compliance Program to fit the unique environment of our company. Moreover, a compliance program is not static, but rather must respond to evolving compliance needs, identified through review and assessment of the program and the changing environment.

Responsibility and Oversight

We have designated our Vice President, Governance and Compliance, to be our Chief Compliance Officer. Our Chief Compliance Officer is responsible for developing, operating, overseeing, and monitoring the implementation of Amylin's Ethics and Compliance Program. Our Chief Compliance Officer is given the authority to exercise independent judgment within our organization, and to effectuate change as needed to reach our compliance goals. Our Chief Compliance Officer reports to our Senior Vice President, Government and Corporate Affairs and General Counsel, and has independent reporting responsibility to our Board of Directors on compliance matters.



Amylin has also established a Compliance Committee to advise the Chief Compliance Officer comprised of representatives, director-level and above, from line functions across the company. The Compliance Committee is charged with oversight of Amylin's Compliance Program and meets at least quarterly to review and develop action plans to address compliance matters.

Policies and Procedures

Amylin's Code of Conduct is our statement of ethical and compliance principles that guide our daily operations. The Code of Conduct establishes that we expect management and employees of the company to act in accordance with law and company policies. The Code of Conduct articulates our fundamental principles, values and framework for action within our organization. In order to emphasize the importance of the ethical principles contained in the Code of Conduct, we require each of our employees to certify that they have read and agree to abide by company policies.

We have developed policies and procedures responsive to potential risk areas for pharmaceutical manufacturers, including those identified in the HHS-OIG Guidance. The potential risk areas identified in the HHS-OIG Guidance are (1) data integrity pertaining to government reimbursement practices; (2) kickbacks and other illegal remuneration; and (3) compliance with laws regulating drug samples. We have policies and procedures that govern, among other things, our pricing, sales and marketing, and drug sampling activities. Our Compliance Program policies and procedures also implement the standards of the PhRMA Code on Interactions with Healthcare Professionals.

For purposes of complying with the California law, we also have established an annual medical and healthcare professional spending limit of \$3,000.00 for certain promotional items and activities, described in Cal. Health & Safety Code § 119400-119402, directed toward medical and healthcare professionals in California.

Education and Training

Amylin recognizes that education and training are essential to communicating our standards and procedures to our employees, and we are committed to taking all necessary steps to effectively do so. All new employees are trained on Amylin's Code of Conduct and on compliance policies and procedures applicable to each employee's job function. We also maintain and monitor training records for each employee to ensure all employees have received required training. We believe education and training are critical elements of our Compliance Program, specifically with regard to training employees on their legal and ethical obligations under applicable federal healthcare program requirements.



Internal Communication and Reporting

Amylin is committed to fostering dialogue between management and employees. Our goal is that all employees, when seeking answers to questions or reporting potential instances of fraud and abuse, should both know who to turn to for a meaningful response and feel comfortable doing so, without fear of retaliation. To that end, we have adopted policies that strongly encourage employees to report potential violations that come to their attention. These policies include non-retaliation policies. We also have a toll-free hotline number known as Amylin's Ethics and Compliance Line, for employees to use to report potential compliance violations, and reports to the Ethics and Compliance Line may be made anonymously. Calls received on this number are monitored and reviewed for reports of potential compliance violations. Information about Amylin's Ethics and Compliance Line is provided to employees as a part of new hire orientation and made available to employees on Amylin's Intranet, posters throughout the company's facility, and through training.

Auditing and Monitoring

Amylin's Compliance Program includes efforts to monitor, audit, and evaluate compliance with the company's compliance policies and procedures. We note that, in accordance with the HHS-OIG Guidance, we take a number of factors into consideration when determining the nature of our reviews as well as the extent and frequency of our compliance monitoring and auditing. Issues such as new regulatory requirements, changes in business practices, and other considerations may result in a decision to implement, revise or review monitoring procedures. Amylin's auditing program is reviewed on a periodic basis to ensure significant risk areas are reassessed.

Enforcement and Discipline

Amylin's Compliance Program includes clear disciplinary policies that set out the procedures for handling violations and the consequences of violating the law or company policy. Although we carefully consider the facts, which may differ in each case, we will consistently undertake appropriate disciplinary action to address inappropriate conduct and deter future violations.

Corrective Action Procedures

Amylin is committed to compliance and continually endeavors to monitor the company's compliance with federal healthcare program laws and internal compliance policies and procedures. A Compliance Program increases the likelihood of preventing, or at least identifying unlawful and unethical behavior. However, HHS-OIG recognizes that even an effective Compliance Program may not prevent all violations. As such, our Compliance Program requires the company to respond promptly to potential violations



of law or company policy, take appropriate disciplinary action, assess whether the violation is in part due to gaps in our policies, practices, or internal controls, and take action to prevent future violations.

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Amylin is committed to maintaining a corporate culture that reflects core ethical principles of employee conduct at all levels of the organization. Putting principles into practice is a key challenge for all corporations, and we believe that establishing and maintaining a comprehensive Compliance Program is an essential element of our continuing efforts in this area.