

# ESPERION THERAPEUTICS, INC.

Reported by  
**JANNEY DANIEL**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 01/22/18 for the Period Ending 01/18/18

Address	3891 RANCHERO DRIVE, SUITE 150 ANN ARBOR, MI, 48108
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CIK	0001434868
Symbol	ESPR
Fiscal Year	12/31

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
JANNEY DANIEL			Esperion Therapeutics, Inc. [ ESPR ]			<input checked="" type="checkbox"/> Director _____ 10% Owner <input type="checkbox"/> Officer (give title below) _____ Other (specify below)		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
ONE EMBARCADERO CENTER, SUITE 3700			1/18/2018					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
SAN FRANCISCO, CA 94111						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	1/18/2018		M		71237	A	\$6.99	631204 (1)	I	See Footnote (2)
Common Stock	1/18/2018		F		6640	D	\$74.96	624564	I	See Footnote (2)
Common Stock	12/29/2017		G (3)	V (3)	31466 (3)	D	\$0.00 (3)	0 (3)	I	See Footnote (4)
Common Stock	12/29/2017		G	V	7020	D	\$0.00	0	I	See Footnote (5)

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: 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				
Warrant to Purchase Common Stock	\$6.99	1/18/2018		M		71237		(6)	2/12/2018	Common Stock	71237	\$0.00	0	I	See Footnote (2)

### Explanation of Responses:

- Gives effect to the distribution of 800,000 shares of Common Stock distributed by Alta Partners VIII, L.P. ("APVIII") on a pro rata basis, for no additional consideration, to its partners on December 20, 2017, which distribution was not required to be reported under Section 16 pursuant to SEC rules. Alta Bioequities, L.P. ("Alta Bioequities") received 31,466 of these shares. Alta Bioequities Management, LLC is the general partner of Alta Bioequities, L.P. The Reporting Person is the Managing Director of Alta Bioequities Management, LLC and may be deemed to have voting and investment power over the shares owned by Alta Bioequities, L.P.
- These securities are owned directly by APVIII. The general partner of APVIII is Alta Partners Management VIII, LLC ("APMVIII"). Mr. Janney is a managing director of APMVIII, and he disclaims beneficial ownership of the shares held by APVIII, except to the extent of his pecuniary interest therein.
- Gift of 31,466 shares of Common Stock held by Alta Bioequities as described in footnote (1).
- These shares were held by Alta Bioequities. Alta Bioequities Management, LLC is the general partner of Alta Bioequities. The Reporting Person is the Managing Director of Alta Bioequities Management, LLC and may be deemed to have voting and investment power over the shares owned by Alta Bioequities.
- These shares were held by the Daniel Janney and Noelle Montgomery Family Trust DTD May 26, 1998 (the "Trust"). The Reporting Person is a Trustee of the Trust. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- Immediately exercisable.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JANNEY DANIEL ONE EMBARCADERO CENTER, SUITE 3700 SAN FRANCISCO, CA 94111	X			

**Signatures**/s/ Daniel S. Janney1/22/2018

\*\*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.

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