



## **ARENA PHARMACEUTICALS, INC.**

### **Policy on Filing, Receipt and Treatment of Complaints**

#### **Background**

Arena Pharmaceuticals, Inc., and its subsidiaries (the “Company”) are committed to complying with all applicable laws and regulations. Beyond that, the Company strives to conduct its business by high ethical standards. This policy covers the filing, receipt and treatment of complaints regarding suspected improper conduct by the Company’s employees, directors, collaborators, vendors and others associated with the Company.

#### **Complaints and Procedures**

Any employee of the Company may submit a good faith complaint regarding the following:

- (1) accounting, internal controls or auditing matters (“Accounting Matters”);
- (2) illegal, dishonest or unethical conduct;
- (3) fraud or a violation of any law or regulation, including suspected violations of securities or FDA regulations;
- (4) a potential or actual conflict of interest; or
- (5) any other violation of the Company’s Code of Business Conduct and Ethics.

Employees may submit any such complaint pursuant to this policy without fear of dismissal or retaliation, and may make their submission anonymously.

To facilitate the reporting of complaints by employees, the Audit Committee has established the following procedures for (i) the receipt, retention and treatment of complaints, and (ii) the confidential, anonymous submission by employees of concerns regarding any matter covered by this policy.

#### **Submission of Employee Complaints**

Employees with concerns regarding any matter covered by this policy must report their concerns by (i) contacting the Company’s Compliance Officer or the Chair of the Audit Committee (the “Audit Chair”) or (ii) calling the third-party hotline.

## ***Contact Information for Reports of Possible Violations***

### **Compliance Officer**

Steven W. Spector  
c/o Arena Pharmaceuticals, Inc.  
6154 Nancy Ridge Drive  
San Diego, CA 92121  
858.210.3601  
[sspector@arenapharm.com](mailto:sspector@arenapharm.com)

### **Audit Chair**

Phillip M. Schneider  
c/o Arena Pharmaceuticals, Inc.  
6154 Nancy Ridge Drive  
San Diego, CA 92121  
[pschn5@cox.net](mailto:pschn5@cox.net)

**\*\*\*Complaints forwarded by mail should be marked as confidential.\*\*\***

### **Third-Party Hotline**

**The third-party hotline number is 1.800.826.6762**

**To dial from Switzerland dial 0800.890.011 to access AT&T's worldwide toll free service. After hearing a prompt, dial the hotline number without the "1" (i.e., "800.826.6762") to reach the call center.**

The hotline is operated on our behalf by Global Compliance Services, Inc., an independent firm based in the United States. You need not identify yourself by name when you phone the hotline. If you choose to give your name, they will keep that information confidential unless, as in the case of certain crimes, a law requires that any name you supply be provided to enforcement officials or a court.

***If you are uncertain of the significance of the suspected wrongdoing, we encourage you to report it. If you feel uncomfortable, then do so anonymously by calling the third-party hotline.***

### **Scope of Matters Covered by These Procedures**

These procedures relate to employee complaints regarding any matter covered by this policy. While all matters covered by this policy are important, the Sarbanes-Oxley Act of 2002 requires that this policy include procedures addressing concerns relating to questionable accounting or auditing matters, including, without limitation, the following:

- (1) fraud or deliberate error in the preparation, evaluation, review or audit of any financial statement of the Company;
- (2) fraud or deliberate error in the recording and maintaining of financial records of the Company;
- (3) deficiencies in, or noncompliance with, the Company's internal controls;

- (4) misrepresentation or false statement to or by a senior officer or accountant regarding a matter contained in the financial records, financial reports or audit reports of the Company; or
- (5) deviation from full and fair reporting of the Company's financial condition.

#### **Treatment of Complaints to the General Counsel or Audit Chair**

The General Counsel or the Audit Chair will determine whether any complaint pertains to Accounting Matters. Complaints relating to Accounting Matters will be reviewed under the Audit Committee's direction and oversight by the General Counsel or such other person or persons as the Audit Committee determines to be appropriate. Complaints relating to other matters addressed by this policy will be reviewed under the direction of the General Counsel, unless otherwise determined by the Audit Chair. Confidentiality will be maintained to the extent possible, consistent with the need to conduct an adequate review.

The Company will not discharge, demote, suspend, threaten, harass or in any manner discriminate against any employee in the terms and conditions of employment based upon any lawful actions of the employee with respect to good faith reporting of complaints regarding Accounting Matters or otherwise as specified in Section 806 of the Sarbanes-Oxley Act.

#### **Reporting and Retention of Complaints and Investigations**

The General Counsel will maintain a log of all complaints regarding Accounting Matters, tracking their receipt, investigation and resolution and shall prepare a periodic summary report of complaints regarding matters under this policy for the Audit Committee.

*This policy was revised on December 8, 2016.*