

SANTARUS, INC.

COMPREHENSIVE COMPLIANCE PROGRAM FOR SALES AND MARKETING ACTIVITIES

1. Scope

This Comprehensive Compliance Program for Sales and Marketing Activities (the “Compliance Program”) of Santarus, Inc. (the “Company”) has been adopted by the Board of Directors of the Company, effective as of the date set forth below. The purpose of this Compliance Program is to promote compliance with applicable laws, rules and regulations and ethical and responsible decision-making when engaging in the sale and marketing of pharmaceutical products.

The Company shall review and update this Compliance Program from time to time as it reasonably deems appropriate.

This Compliance Program is adopted in accordance with the Company’s Code of Business Conduct and Ethics, which contains general guidelines for conducting the business of the Company consistent with applicable laws, rules and regulations and with the highest standards of business ethics.

2. Compliance Committee

Santarus has designated a compliance committee (the “Compliance Committee”) consisting of senior management personnel to provide compliance oversight to the Company, including with respect to the implementation of this Compliance Program.

3. Written Standards of Conduct, Policies and Procedures

Santarus has adopted policies and procedures addressing fraud and abuse issues in connection with interactions with medical or health care professionals, including the following policies and procedures designed to ensure compliance with the guidelines set forth in the Pharmaceutical Research and Manufacturers of America Code on Interactions with Healthcare Professionals (the “PhRMA Code”):

- a. Promotional and Marketing Policy – Establishes PhRMA Code based guidelines related to, among other things, gifts and entertainment for medical or health care professionals and consulting and other service arrangements with medical or health care professionals.
- b. Grants and Charitable Contributions Policy – Establishes PhRMA Code based guidelines for the funding of grants or charitable contributions.

4. Annual Dollar Limit on Gifts or Incentives Provided to Medical or Health Professionals in California

As required by, and in accordance with the definitions set forth in, California SB 1765, Santarus has established an annual dollar limit on gifts, promotional materials, or items or activities that the Company may give or otherwise provide to an individual medical or health care professional in California equal to \$1,000 per such individual.

5. Training

Santarus provides training for its sales and marketing personnel at least annually in fraud and abuse laws and the Company's related policies and procedures applicable to sales and marketing personnel.

6. Routine Monitoring of Sales and Marketing Programs

From time to time, Santarus shall select certain sales and marketing programs to review and confirm whether the selected programs were carried out in accordance with the relevant Company policies and procedures and applicable laws, rules and regulations. Each such review shall be documented and reported to the Compliance Committee.

7. Procedures for Reporting Violations

Santarus' employees are encouraged to report any known or suspected violations of fraud and abuse laws or the relevant policies and procedures to their supervisor or to Legal Affairs. The Company has also established an Ethics Helpline that is available 24 hours a day, 7 days a week at 1-800-869-9522 for making anonymous reports. All reports shall be documented and reported to the Compliance Committee.

8. Investigations, Corrective Actions and Disciplinary Policies

In the event that the Company becomes aware of any known or suspected violations of fraud and abuse laws or the relevant policies and procedures, through either the routine monitoring of its sales and marketing programs or a reported violation, designees of the Compliance Committee shall investigate the circumstances surrounding the known or suspected violation and shall take appropriate corrective action, which may involve disciplinary actions up to and including termination.

9. Copies of Compliance Program and Annual Declarations

Copies of this Compliance Program and our Annual Declaration of Compliance can be obtained by calling our Ethics Helpline at 1-800-869-9522 or from our Web site at www.santarus.com.

Dated: As adopted on July 1, 2005, and as most recently amended effective July 1, 2009