

THE AVANIR COMPLIANCE PROGRAM

At Avanir Pharmaceuticals, we are committed to operating with integrity, honesty and in accordance with the law. As a pharmaceutical company that conducts business in the United States, we are subject to various federal, state and local laws and regulations. This Compliance Program is adopted to assist us with complying with these various laws and regulations and maintaining high ethical standards. The Compliance Program applies to our officers, employees and, in certain situations, our agents and independent contractors (“Avanir Representatives”). It is our expectation that Avanir Representatives will comply with this Compliance Program as well as the policies and procedures covered by it, including the Code of Business Conduct and Ethics (the “Code”), Avanir’s compliance policies (“ACPs”) and our standard operating procedures, as applicable. We train Avanir Representatives on the Compliance Program and have established processes for identifying potential violations. In the event that we become aware of violations of law or company policies or procedures, we will investigate the matter and, where appropriate, implement corrective measures to prevent future violations.

We believe that our Compliance Program is scalable to address the size, organizational structure and resources of our company and will continue to evolve accordingly. We regularly monitor and reassess the Compliance Program as well as the policies and procedures covered by it in order to improve it. The Board of Directors may amend or supplement this Compliance Program at any time. Described below are the fundamental elements of the Compliance Program that include the seven elements that are discussed in the “Compliance Program Guidance for Pharmaceutical Manufacturers” published by the Office of the Inspector General, U.S. Department of Health and Human Services (“OIG Guidance”).

I. LEADERSHIP AND STRUCTURE

Avanir has appointed a Compliance Officer, who is charged with developing, operating and monitoring the Compliance Program, and is advised regularly by the Avanir Compliance Committee. The Compliance Officer reports to the Chief Executive Officer, is a member of the executive leadership team, and has direct access to the Avanir Board of Directors. The Compliance Officer issues a compliance report to the Board of Directors at the regularly-scheduled quarterly Board meetings and on an as-needed basis.

Avanir has established a Compliance Committee to advise the Compliance Officer and assist in the implementation of the Compliance Program. The Compliance Committee is comprised of members from functional units across the company. It meets on a regular basis to consider compliance and policy issues encountered in the various business areas.

II. WRITTEN POLICIES AND PROCEDURES

Avanir has established written policies and procedures to ensure compliance with various laws and regulations, including the Code, the ACPs, and numerous other policies and procedures that outline our commitment to compliance and corporate accountability. The standards set forth in the policies and procedures apply to Avanir Representatives according to their job function and responsibilities, and adherence to the applicable company’s policies and procedures is a condition of employment. Avanir expects all officers and managers to ensure that their employees are trained on the pertinent policies and procedures and that their employees adhere to these policies and procedures, and applicable laws, guidance and regulations.

We have policies and procedures that address risk areas identified in the OIG Compliance Program Guidance for Pharmaceutical Manufacturers and comply with the Pharmaceutical Research and Manufacturers of America voluntary “Code on Interactions with Healthcare Professionals”.

Avanir has established spending parameters, which include an annual upper dollar limit of \$2,500 on meals or promotional items directed toward individual California healthcare professionals. We track and monitor these spending parameters to the best of our ability, using available resources, and will modify such parameters, if necessary. On rare occasions, management may authorize additional spending based on circumstances such as the revision or expansion of product labeling, the launch of a new product or the availability of new scientific information relating to existing products.

III. EDUCATION AND TRAINING

All Avanir Representatives receive general compliance training on this Compliance Program and the Code as well as training on policies and procedures applicable to their job function and responsibilities. Specialized training occurs in specific departments where a need for additional training has been identified. Avanir Representatives are trained on how to report compliance concerns through appropriate channels, including anonymously either online or via telephone.

IV. COMMUNICATION

A variety of internal communications tools exist for communicating compliance issues and concerns including meetings and emails. Avanir Representatives are required to report known or suspected violations of laws, or the company’s policies or procedures, to their supervisor or the Compliance Officer. Any reported information shall remain confidential to the extent possible consistent with law and our need to investigate the potential violation. We will not retaliate or take adverse action against any Avanir Representative who, in good faith, seeks help or who reports known or suspected violations. If an individual who reports a violation is directly involved in the violation, the fact that he or she reported the violation will be given appropriate consideration in any resulting disciplinary action.

While Avanir Representatives are encouraged to first speak with their supervisor or the Compliance Officer, those who wish to anonymously raise concerns about potential illegal behavior or violations of our policies or procedures may do so either online or via telephone through the Avanir Alertline. Reports will be forwarded to the Compliance Officer for response or investigation.

Copies of this Compliance Program and the company’s annual declaration of compliance required by California Health and Safety Code Sections 119400-119402, are available to the public by calling the Avanir Alertline at 855-809-3045 and requesting copies.

V. AUDITING AND MONITORING

Avanir will conduct auditing and monitoring activities designed to assess compliance with the Compliance Program and our various policies and procedures as well as the need for future policies and procedures. The nature of our reviews, as well as the extent and frequency of our compliance monitoring and auditing, varies according to a variety of factors, including new regulatory requirements, changes in business practices and other considerations. Results are reported to the Compliance Committee and to appropriate managers.

VI. RESPONDING TO POTENTIAL VIOLATIONS

When Avanir believes that an employee has violated a law or company policy, we investigate the matter and take appropriate disciplinary action in order to address the violation and prevent future violations.