



Comprehensive Compliance Program

In May 2003, the U.S. Department of Health and Human Services Office of Inspector General released the “Compliance Program Guidance for Pharmaceutical Manufacturers. In accordance with this guidance, Adamas Pharmaceuticals, Inc. (“Adamas”) has developed and maintains an effective Compliance Program.

The Adamas Compliance Program is a dynamic program that provides a flexible framework for adapting to the changing environment in which Adamas operates. The Adamas Compliance Program is continually evaluated, by the Chief Compliance Officer (CCO), the Chief Executive Officer (CEO), the other members of the Corporate Compliance Committee, and the Board of Directors (“Board”), to ensure that it functions as intended, serves the purposes for which it has been designed, and enables Adamas to meet its high standards and commitment to ethical and compliant conduct.

The Adamas Compliance Program encompasses the following components:

Governance

- Chief Compliance Officer – Adamas has appointed a CCO to design, implement and oversee the Compliance Program. The CCO reports to the CEO, has direct access to the Board, and regularly informs the CEO, the Board, and the Compliance Committee on the Compliance Program and any significant Compliance risks, concerns, issues or violations that may come to the attention of the CCO.
- Compliance Committee – The Compliance Committee will advise and assist the CCO in the implementation and effective operation of the Compliance Program.

Standards

- Code of Business Conduct and Ethics, Policies, and Procedures – Adamas has developed and implemented a written Code of Business Conduct and Ethics (“Code”) that effectively sets forth the Company’s Compliance obligations, including compliance with all applicable laws and regulations. In addition, Adamas has developed, and will continue to develop policies and procedures that capture Adamas’ commitment to Compliance, effectively address Adamas’ Compliance obligations, provide clarity in terms of how to conduct a given activity in a compliant manner, and account for specific areas of risk relevant to pharmaceutical companies. Compliance with the Code and all applicable policies and procedures is a condition of employment and an element in evaluating the performance of all Adamas employees.

Education and Training

- Adamas has developed and delivered, and will continue to develop and deliver, regular and effective Compliance education and training programs for all Adamas Personnel, including

the Executive Team (ET). Compliance education and training at Adamas is and will be targeted, where necessary, by function and topic to maximize its effectiveness.

Lines of Communication

- Adamas has a disclosure program which encourages all Adamas Personnel to engage in an open, frank and productive Compliance dialogue and has developed, and will continue to develop, vehicles and mechanisms for promoting this dialogue, and for employing the dialogue to provide Compliance guidance and identify opportunities to enhance the Compliance Program. The disclosure program includes a reporting mechanism (e.g., a toll-free hotline 1-844-644-4174) through which Adamas Personnel are able to make anonymous Compliance inquiries or anonymously report Compliance concerns or potential Compliance violations. The disclosure program is publicized and conducted in a manner that emphasizes a strict non-retribution and non-retaliation policy.

Monitoring and Auditing

- Adamas' Compliance Program includes regular monitoring and auditing of Compliance risk areas, in addition to conducting periodic Compliance risk assessments of relevant functional areas of the Company. Monitoring and auditing activities will be calibrated based on periodic risk assessments, specific company activities, and ongoing evaluation of internal and external risk areas for the Company.

Investigation and Enforcement

- Adamas promptly responds to all alleged Compliance violations, by conducting a thorough investigation of the alleged violation, taking appropriate disciplinary action for established violations and identifying potential preventative measures to help prevent the recurrence of similar violations. Corrective actions considered by Adamas include: (1) addressing any gaps in policies, practices, training or understanding that may have contributed to a violation; (2) imposing a range of disciplinary measures, up to and including termination from employment and contract termination; and (3) reporting the violation to the appropriate government authorities when warranted.

California Compliance Program Declaration

For purposes of compliance with the requirements of California Health and Safety Code, §§ 119400- 119402 (effective July 1, 2005) (hereinafter “California Compliance Program Law”), Adamas Pharmaceuticals, Inc., including its subsidiaries, has established, as part of its Comprehensive Compliance Program, an annual dollar limit concerning appropriate items covered by the California law (“Covered Items”) that are provided to individual California medical and healthcare professionals as part of interactions with these professionals to enhance the practice of medicine and benefit patient care. Some examples of these Covered Items include educational items, such as medical textbooks, or modest meals provided in connection with efforts to advance the professionals’ understanding of product efficacy, safety, and benefits.

Adamas Pharmaceuticals, Inc., including its subsidiaries, has established an annual dollar limit of \$2300 on meals and items per individual healthcare professional. This limit is a maximum amount and not an average. Because this limit is a part of the Adamas Pharmaceutical Compliance Program, and because the Compliance Program, by its very nature, must remain dynamic in order to be effective, this annual limit may be revised based on a variety of factors.

Consistent with a good faith understanding of the California Compliance Program law, as of July 1, 2017, Adamas Pharmaceuticals, Inc., including its subsidiaries, excludes certain items and payments from its annual dollar limit such as:

- Drug samples provided to individual healthcare professionals intended for free distribution to patients.
- Financial support of independent education, including continuing medical educational forums.
- Financial support for health education scholarships.
- Payments for legitimate professional services, including professional speaking, advising, consulting, training or market research services, that are based on the fair market value of the services provided.
- Educational items provided to physicians to give to their patients to enhance patients’ understanding or management of a disease state or disorder (items such as patient educational brochures, instruction sheets, and patient self-assessment tools to track medical information).

**Annual Declaration for Purposes of California Health & Safety Code,
§§ 119400-119402**

Adamas Pharmaceuticals, Inc., including its subsidiaries, declares, to the best of its knowledge and based upon a good faith understanding of the applicable statutory requirements, that it has established a Comprehensive Compliance Program that encompasses the Compliance Program requirements stated in California Health & Safety Code, §§ 119400-119402.

As of July 1, 2017, Adamas Pharmaceuticals, Inc. declares that it is, in all material respects, in compliance with the Comprehensive Compliance Program as described above and California Health & Safety Code, §§ 119400-119402 for reporting year January 1, 2017 through December 31, 2017. Because the pharmaceutical industry regulatory environment is continuously evolving, Adamas Pharmaceuticals, Inc. will continue to assess the overall effectiveness of the elements of its Comprehensive Compliance Program, and, as part of its assessment, may modify aspects of the Program to enhance its effectiveness. By declaring that it is in compliance with its Comprehensive Compliance Program, Adamas Pharmaceuticals, Inc. is asserting that the Program is reasonably designed to prevent or detect and address Program deviations.

Copies of the summary of the Adamas Pharmaceuticals Compliance Program and declaration may be obtained by contacting the Compliance Department or the Chief Compliance Officer at compliance@adamaspharma.com.