



Hepion Pharmaceuticals, Inc.

DISCLOSURE COMMITTEE CHARTER

This Disclosure Committee Charter has been adopted by the Board of Directors of Hepion Pharmaceuticals (the "Company"). The Disclosure Committee shall review and reassess this Charter annually and recommend any proposed changes to the Board of Directors for approval.

1. Mission Statement

It is the Company's policy that all disclosures made by the Company to its security holders or to the investment community should be accurate and complete and fairly present the Company's financial condition and results of operations in all material respects and should be made on a timely basis as required by applicable laws. The Disclosure Committee has been established by the Board of Directors of the Company to assist the Chief Executive Officer, Chief Financial Officer and the Chief Operating Officer in fulfilling their responsibility for oversight of the accuracy and timeliness of the disclosures made by the Company by being responsible for the following tasks, in each case subject to the supervision and oversight of the Chief Executive Officer, Chief Financial Officer and Chief Operating Officer:

- Implement the provisions of the Company's disclosure controls and procedures and this Charter to ensure (i) information required to be disclosed by the Company to the Securities and Exchange Commission ("SEC") and other written information that the Company will disclose to the investment community is recorded, processed, summarized and reported accurately and on a timely basis and (ii) information is accumulated and communicated to management as appropriate to allow timely decisions to be made regarding such disclosures;
- Monitor and periodically evaluate the effectiveness of the Company's disclosure controls and procedures;
- Oversight of preparation of the Company's (i) periodic reports, proxy statements, registration statements and other information filed with or supplied to the SEC; (ii) press releases containing, among other things, financial information; and (iii) correspondence containing financial information that is broadly disseminated to shareholders and disclosure policies for financial information displayed on the Company's website;
- Evaluate the effectiveness of the Company's disclosure controls as of the date of the end of the relevant period covered by the Company's annual report on Form 10-K and each Quarterly Report on Form 10-Q.



In discharging its duties, the Committee shall have full access to all of the Company's books, records, facilities and personnel including the internal auditors.

2. Organization

The Disclosure Committee shall initially consist of:

- a. Chief Financial Officer
- b. Chief Executive Officer
- c. Chief Operating Officer
- d. Chairman of the Board
- e. Outside General Counsel

Such members may be replaced or new members added, at any time and from time to time by the Chief Executive Officer, Chief Financial Officer and Chief Operating Officer. One member of the Disclosure Committee shall be appointed by the Chief Executive Officer, Chief Financial Officer and Chief Operating Officer as the chair of the Committee. The chair shall be responsible for scheduling and presiding over meetings and preparing agendas. Any question of interpretation of this Charter or if the Committee's procedures shall be determined by either the Chief Executive Officer or, if not present, by the Chief Financial Officer or Chief Operating Officer.

3. Other Responsibilities

The Committee shall have such other responsibilities as may be designated from time to time by the Board of Directors, the Chief Executive Officer, Chief Financial Officer or the Chief Operating Officer and as may be required by the Company's disclosure controls and procedures.