

Endologix, Inc. Compliance Declaration

To the best of our knowledge and based on our good faith understanding of the statutory requirements as it may apply to medical device manufacturers, we have established a Comprehensive Compliance Program (CCP) in accordance with the requirements of California Health and Safety Code §§ 119400-119402. We have developed a CCP tailored to the unique environment, operations, size, organizational structure and resources of the company, and have implemented to meet the compliance goals set forth by the State of California. Government standards on compliance programs, including the U.S. Sentencing Guidelines and the HHS-OIG Guidance, recognize that a compliance program cannot completely prevent individual employees from improper conduct. However, our CCP is designed to reasonably detect and prevent violations of law or company policy. The description of our CCP reflects the plan we have implemented to comply with California law. To our knowledge, we are, in all material respects, in compliance with our CCP as described with respect to our interactions with healthcare professionals meaning that we have established the elements outlined, and where procedures are described, we have set up programs to initiate these procedures.

Recognizing that compliance is a dynamic process that must be adapted to the characteristics of a particular company, it is possible and in fact likely, that we will update our compliance program on an ongoing basis.

This declaration is made as of the date of this statement. Copies of this declaration may be obtained by calling 1-949-595-7200.

June 30, 2007