



**REAL ATHLETES.
REAL SCIENCE.**

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COMPLIANCE AGREEMENT

MusclePharm Corporation's goal of detecting all potential illegal and unethical activities, and educating employees and agents regarding appropriate conduct, MusclePharm Corporation has established a secure and confidential Corporate Compliance email by which questions or complaints can be made.

This secure and confidential email account is: hotline@musclepharm.com. The only people who will be able to access this email account are the Chairman of the Audit Committee, MusclePharm's Internal Auditor, and MusclePharm's External Counsel.

Anyone may send an email at any time to ask questions, make comments or voice a complaint, as well as report any suspected illegal or unethical behavior or other violations of MusclePharm Corporation's Code of Ethics or Employee Policies (these may be found on the Company Intranet or Website, and also are available upon request).

Any such email will be treated confidentially. E-mailer's are not required to provide their names and MusclePharm Corporation will not make any effort to trace emails or otherwise identify an emailer who desires to remain anonymous.

It is the responsibility of the Chairman of the Audit Committee of the Board of Directors, to fully investigate each email and ensure that appropriate follow up actions are taken.

MusclePharm Corporation will not engage in or tolerate retaliation against any employees who report suspected violations of the law, MusclePharm Corporation policies or other unethical activities.

All reports will be treated seriously.

ACKNOWLEDGMENT OF RECEIPT AND UNDERSTANDING

I, _____, hereby certify that I have read and fully understand the Compliance Agreement of MusclePharm. My signature below certifies my knowledge, acceptance and adherence to the Compliance Agreement.

Signature: _____

Date: _____