



HEMISPHERX BIOPHARMA, INC.
DISCLOSURE CONTROLS COMMITTEE CHARTER
(As of August 2011)

I. General Statement and Purpose

The Disclosure Controls Committee (the “DCC”) of Hemispherx Biopharma, Inc. (the “Company”) is responsible for procedures and guidelines on managing disclosure information. The DCC will meet regularly and report to the Audit Committee of the Company’s Board of Directors (the “Board”). The purpose of the DCC is to make certain that the information required to be publicly disclosed is accumulated, recorded, summarized and communicated to the Board and management. These procedures are to allow timely decisions regarding required disclosure and help ensure that the Company complies with all applicable laws and regulations. Failure to comply with DCC policy and procedures can place the Company and its executives in jeopardy. In addition to its regular meetings the DCC must meet quarterly and annually to evaluate the processes and procedures.

II. Composition

The DCC shall consist of:

1. the General Counsel
2. the CFO/Controller
3. the Chief Science Officer
4. An Independent Director
5. the Investor Relations Coordinator who shall also be the Chairperson of the DCC (the “Chairman”)
6. Deputy Investor Relations Coordinator

The composition of the DCC may only be changed once every calendar year as the Audit Committee determines to be necessary or desirable.

III. Meetings

The DCC will meet on the 15th of every month or the Monday following if the date falls on a weekend and ad hoc as needed. The DCC will also meet quarterly as well as have a year end review to evaluate the effectiveness of the Company’s disclosure controls. This process will be done with the Audit Committee and outside Auditors, if needed. As deemed necessary or appropriate by the DCC, the Company’s outside SEC counsel may provide external expert advice on matters concerning how the DCC should function and also on specific matters of disclosure. Meeting or other forms of DCC communication procedures may take place to respond to specific and time sensitive disclosures. Meetings also shall be held in compliance with the requirements of **Section V** (Process), below.

Meetings of the DCC shall be held at the offices of the Company or any other such place as the Chairman shall designate. Members of the DCC may attend in person, telephonically or by video conference.

A majority of the members of the DCC shall constitute a quorum for purposes of holding a meeting and the DCC may act by a vote of a majority of the members present at such meeting.

IV. Responsibilities

1. The DCC shall be responsible for:
 - a. Implementing and monitoring the Company's disclosure controls and procedures;
 - b. Evaluating the effectiveness of the Company's disclosure controls and procedures as of the end of each fiscal quarter and year-end, with the Audit Committee and the Company's external auditors, if the Audit Committee deems necessary;
 - c. Evaluating the materiality of information and events relating to or affecting the Company and determining the timing and appropriate method of disclosure of information deemed material;
 - d. Reviewing and evaluating all interactions with the Food and Drug Administration ("FDA") and similar regulatory bodies, including, but not limited to, the status of all new and pending drug applications;
 - e. With the assistance of the Audit Committee, ensuring that the entire Board is informed of all communications with the FDA and similar regulatory bodies, including all interactions the DCC evaluated, whether they are deemed material or not;
 - f. Reviewing in advance, in conjunction with the Audit Committee, the Company's quarterly earnings press release and related materials (such as analyst conference call scripts) to determine the adequacy and accuracy of the disclosures included therein;
 - g. Reviewing in advance, in conjunction with the Audit Committee, each Form 10-K, Form 10-Q, Form 8-K, and proxy statement filed by the Company with the SEC, and each Annual Report to stockholders, to determine the adequacy and accuracy of the disclosures included therein;
 - h. Reporting and advising the Company's CEO and CFO with respect to the certifications they must provide for the Company's quarterly and annual reports;
 - i. Reporting any disclosure issues to the Audit Committee of the Board; and
 - j. Educating employees and external organizations with contractual relationship on the process and procedures for informing the DCC.

2. The DCC shall also undertake other duties or responsibilities as the Company's CEO, CFO, General Counsel, and Audit Committee, together, determine is necessary or desirable.

V. Process

1. The DCC shall hold regular meetings, record meeting minutes, and provide the Audit Committee with all meeting minutes, materials, exhibits and attachments in connection with the preparation and review of each of the Company's Forms 10-K, Forms 10-Q, Annual Reports, and proxy statements, and quarterly earnings release and related materials.
2. The DCC shall also hold ad hoc meetings as necessary or appropriate (and record meeting minutes), including upon the occurrence of an unusual or significant event that may require the filing of a Form 8-K report by the Company, and provide the Audit Committee with all meeting minutes, materials, exhibits and attachments.
3. The DCC shall review the Company's press releases prior to their publication.
4. The DCC may invite other Company personnel and/or representatives of the Company's external auditors, outside counsel, or other outside advisors to attend DCC meetings, as deemed necessary or appropriate by the DCC in performing its duties and responsibilities.
5. Before each Form 10-K, Form 10-Q, and proxy statement is finalized, the DCC shall report to the CEO, CFO and Audit Committee, regarding the DCC's deliberations, activities, and disclosure recommendations sufficiently prior to the filing or distribution of the final document for the CEO and CFO to satisfy themselves as to the adequacy of the process and to provide their own input on disclosure.
6. The DCC will accumulate, record and summarize the information in accordance with current policy and the DCC control checklist.
7. At least on a quarterly basis, the DCC Chairperson shall report any concerns regarding disclosure issues to the Audit Committee of the Board.