

POZEN Inc.
COMMON STOCK

[LOGO OF POZEN Inc.]

PROXY CARD

This Proxy is Solicited on Behalf of the Board of Directors for the Annual Meeting of Stockholders on June 3, 2009.

YOUR VOTE IS IMPORTANT! PLEASE SIGN AND DATE ON THE REVERSE SIDE OF THIS CARD.

PROXY

The undersigned, revoking all prior proxies, hereby appoints *William L. Hodges* and *John E. Barnhardt*, and each of them, with full power of substitution, proxies to appear on behalf of the undersigned and to vote all shares of Common Stock of the undersigned at the Annual Meeting of Stockholders to be held at 1414 Raleigh Road, Suite 210, Chapel Hill, North Carolina 27517, on Wednesday, June 3, 2009 at 1:00 p.m. local time, and at any adjournments thereof, subject to any directions indicated on the reverse side of this card, upon the matters set forth in the Notice of Annual Meeting of Stockholders and Proxy Statement dated April 22, 2009, a copy of which has been received by the undersigned. The proxies are further authorized to vote, in their discretion, upon such other business as may properly come before the meeting or any adjournments thereof.

If this Proxy is properly executed and returned, and not revoked, the shares it represents will be voted at the meeting in accordance with the choices specified on this proxy card. If no choice is specified, the shares will be voted by the proxies FOR the election of the three nominees for the Board of Directors listed in Proposal 1, FOR Proposal 2, and at their discretion on any other matter that may properly come before the meeting

☒ PLEASE MARK VOTES AS IN THIS EXAMPLE

THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" THE FOLLOWING PROPOSALS:

1. To elect the following nominees to serve as Class III Directors:

01. John R. Plachetka, Pharm.D. 02. James J. Mauzey 03. Angela M. Larson

☐ FOR ALL

☐ WITHHOLD ALL

☐ FOR ALL EXCEPT

TO WITHHOLD AUTHORITY TO VOTE,
MARK "FOR ALL EXCEPT" AND WRITE
THE NOMINEE'S NAME ON THE LINE BELOW:

2. To ratify the selection of Ernst & Young LLP as the registered independent public accountants of the Company for the Company's fiscal year ending December 31, 2009.

☐ FOR

☐ AGAINST

☐ ABSTAIN

Date: _____, 2009

Signature

Signature (if jointly held)

Please sign and return this Proxy Card so that your shares can be represented at the meeting. If signing for a corporation or partnership or as agent, attorney or fiduciary, indicate the capacity in which you are signing. If you vote by ballot, such vote will supersede this proxy.

☐ MARK HERE IF YOU PLAN TO ATTEND THE MEETING

LOGO

YOUR PROXY CONTROL NUMBER



VOTE BY INTERNET:

Log-on to **www.votestock.com**

Enter your control number printed to the left

Vote your proxy by checking the appropriate boxes

Click on "Accept Vote"



VOTE BY MAIL: If you do not wish to vote over the Internet please complete, sign, date and return the accompanying proxy card in the pre-paid envelope provided.

You may vote by Internet 24 hours a day, 7 days a week. Internet voting is available through 11:59 p.m., prevailing time, on **June 2, 2009**.

Your Internet vote authorizes the named proxies to vote in the same manner as if you marked, signed and returned your proxy card.