

LEXICON PHARMACEUTICALS, INC./DE
Form DEFA14A
March 19, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC. 20549

SCHEDULE 14A
(Rule 14A-101)

INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934

Filed by the Registrant ☒

Filed by a Party other than the Registrant ☐

Check the appropriate box:

- | | |
|---|---|
| <input type="checkbox"/> Preliminary Proxy Statement | <input type="checkbox"/> Confidential, for Use of the Commission Only
(as permitted by Rule 14a-6(e)(2)) |
| <input type="checkbox"/> Definitive Proxy Statement | |
| <input checked="" type="checkbox"/> Definitive Additional Materials | |
| <input type="checkbox"/> Soliciting Material Pursuant to Rule 14a-11(c) or
Rule 14a-12 | |

LEXICON PHARMACEUTICALS, INC.
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- | | |
|-------------------------------------|--|
| <input checked="" type="checkbox"/> | No fee required. |
| <input type="checkbox"/> | Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11. |

- (1) Title of each class of securities to which transaction applies: N/A
- (2) Aggregate number of securities to which transaction applies: N/A
- (3) Per unit price or other underlying value of transaction computed pursuant to
Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated
and state how it was determined): N/A
- (4) Proposed maximum aggregate value of transaction: N/A
- (5) Total fee paid: \$0

- ☐ Fee paid previously with preliminary materials: N/A
- ☐ Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for
which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the
Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:
 - (2) Form, Schedule or Registration Statement No.:
 - (3) Filing Party:
 - (4) Date Filed
-

*** Exercise Your Right to Vote ***

IMPORTANT NOTICE Regarding the Availability of Proxy Materials

Meeting Information

Meeting Type: Annual Meeting

For holders as of: March 01, 2010

Date: April 29, 2010 Time: 8:00 AM
CDT

Location: Lexicon Pharmaceuticals, Inc.
8800 Technology Forest Place
The Woodlands, TX

LEXICON PHARMACEUTICALS, INC.

You are receiving this communication
because you hold shares in the above named
company.

LEXICON PHARMACEUTICALS,
INC
8800 TECHNOLOGY FOREST PLACE
THE WOODLANDS, TX 77381-4287

This is not a ballot. You cannot use this
notice to vote these shares. This
communication presents only an overview of
the more complete proxy materials that are
available to you on the Internet. You may
view the proxy materials online at
www.proxyvote.com or easily request a paper
copy (see reverse side)

We encourage you to access and review all of
the important information contained in the
proxy materials before voting.

See the reverse side of this notice
to obtain proxy materials and voting
instructions.

— BEFORE YOU VOTE —

How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

- | | |
|-----------------------------|------------------|
| 1. Notice & Proxy Statement | 2. Annual Report |
|-----------------------------|------------------|

How to View Online:

Have the 12-Digit Control Number available (located on the following page) and visit:

www.proxyvote.com

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- | | |
|------------------|--|
| 1) BY INTERNET: | www.proxyvote.com |
| 2) BY TELEPHONE: | 1-800-579-1639 |
| 3) BY EMAIL*: | sendmaterials@proxyvote.com |

* If requesting materials by e-mail, please send a blank e-mail with the 12-Digit Control Number (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before April 15, 2010 to facilitate timely delivery.

— HOW TO VOTE —

Please Choose One of The Following Voting Methods

Vote in Person: Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the Meeting you will need to request a ballot to vote these shares.

Vote by Internet: To vote now by Internet, go to www.proxyvote.com. Have the 12 Digit Control Number available and follow the instructions.

Vote by Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

Voting items

The Board of Directors recommends that you vote FOR the following.

1. Election of Directors

Nominees:

01) 02) Robert J. Lefkowitz, 03) Alan S. Nies, MD
Raymond MD
Debbane

The Board of Directors recommends you vote FOR the following proposal(s):

4. Ratification and approval of the appointment of Ernst & Young LLP as the Company's independent auditors for the fiscal year ending December 31, 2010.

NOTE: In their discretion, upon such other matters that may properly come before the meeting or any adjournment or adjournments thereof.