# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **SCHEDULE 14A**

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

Ch€	eck th Pro	the Registrant 区 ne appropriate box: eliminary Proxy Stateme		
	De De	efinitive Proxy Statement efinitive Additional Materi liciting Material Pursuant	als	
		D (Nar	URECT Corporation me of Registrant as Specified In Its Charter) Person(s) Filing Proxy Statement, if other than the Registrant)	
Pay	men <sup>·</sup>	t of Filing Fee (Check the	appropriate box):	
×	No	fee required.		
	Fee	ee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.		
	(1)	Title of each class of sec	urities to which transaction applies:	
	(2)	Aggregate number of se	curities to which transaction applies:	
	(3)	· ·	nderlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set nich the filing fee is calculated and state how it was determined):	
	(4)	Proposed maximum ag	gregate value of transaction:	
	(5)	Total fee paid:		
	Fee	paid previously with preliminary materials.		
	whi	s box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for the offsetting was paid previously. Identify the previous filing by registration statement number, or the or Schedule and the date of its filing.		
	(1)	Amount Previously Paic	l:	
	(2)	Form, Schedule or Regis	tration Statement No.:	
	(3)	Filing Party:		
	(4)	Date Filed:		







C 1234567890



ENDORSEMENT\_LINE\_

SACKPACK Ոլիգմը հուրդորդը իշվել իկինի հիլինի իլինի հիրահեն

DESIGNATION (IF ANY)

ADD 1 ADD 2

ADD 3

ADD 4

ADD 5

#### Online



Go to www.investorvote.com/drrx or scan the QR code - login details are located in the shaded bar below.

### Stockholder Meeting Notice

(1234 5678 9012 345)

## Important Notice Regarding the Availability of Proxy Materials for the DURECT Corporation Stockholder Meeting to be Held on June 15, 2021

Under Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for the annual stockholders' meeting are available on the Internet. Follow the instructions below to view the materials and vote online or request a copy. The items to be voted on and location of the annual meeting are on the reverse side. Your vote is important!

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. The Proxy statement and 10-K to stockholders are available at:

## www.investorvote.com/drrx



## Easy Online Access - View your proxy materials and vote.

Go to www.investorvote.com/drrx.

Step 2: Click on the icon on the right to view meeting materials.

Step 3: Return to the investorvote.com window and follow the instructions on the screen to log in.

Step 4: Make your selections as instructed on each screen for your delivery preferences.

Step 5: Vote your shares.

When you go online, you can also help the environment by consenting to receive electronic delivery of future materials.



Obtaining a Copy of the Proxy Materials - If you want to receive a copy of the proxy materials, you must request one. There is no charge to you for requesting a copy. Please make your request as instructed on the reverse side on or before June 5, 2021 to facilitate timely delivery.







## **Stockholder Meeting Notice**

DURECT Corporation's Annual Meeting of Stockholders will be held on Tuesday, June 15, 2021 at 9:00 A.M. PST, virtually via the internet at www.meetingcenter.io/269945206. To access the virtual meeting, you must have the information that is printed in the shaded bar located on the reverse side of this form. The password for this meeting is: DRRX2021.

Proposals to be voted on at the meeting are listed below along with the Board of Directors' recommendations.

#### The Board recommends a vote FOR all nominees and FOR Proposals 2, 3 and 4:

- 1. The Election of three Class III directors of our Board of Directors to serve until the 2024 annual meeting of stockholders.
  - 01 Mohammad Azab
  - 02 James E. Brown
  - 03 Gail M. Farfel
- 2. Approve an amendment to our Certificate of Incorporation to increase the number of authorized shares of common stock from 350,000,000 to 600,000,000;
- 3. Hold an advisory vote on executive compensation;
- 4. Ratify the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the current fiscal year

PLEASE NOTE - YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your shares you must go online or request a paper copy of the proxy materials to receive a proxy card.



#### Here's how to order a copy of the proxy materials and select delivery preferences:

Current and future delivery requests can be submitted using the options below.

If you request an email copy, you will receive an email with a link to the current meeting materials.

PLEASE NOTE: You must use the number in the shaded bar on the reverse side when requesting a copy of the proxy materials.

- Internet Go to www.investorvote.com/drrx.
- Phone Call us free of charge at 1-866-641-4276.
- Email Send an email to investorvote@computershare.com with "Proxy Materials DURECT Corporation" in the subject line. Include
  your full name and address, plus the number located in the shaded bar on the reverse side, and state that you want a paper copy of
  the meeting materials

To facilitate timely delivery, requests for a paper copy of proxy materials must be received by June 5, 2021.