

## **INHIBITEX, INC.**

### ACCOUNTING MATTERS COMPLAINT POLICY

Pursuant to the requirements of the Sarbanes-Oxley Act of 2002 (the “Act”) and the related rule-making of the Securities and Exchange Commission, the Audit Committee of Inhibitex, Inc. (the “Company”) has adopted the procedures set forth below for “the receipt, retention and treatment of complaints regarding accounting, internal accounting controls or auditing matters, and for the confidential, anonymous submission by employees of concerns regarding questionable accounting or auditing matters.”

In order to have a policy that enables employees and others to make good faith complaints about accounting matters affecting the Company (anonymously, if necessary) and that complies with applicable requirements, and to help prevent any unintentional violations of the federal securities laws, or the appearance of any violation by the Company, the Company has implemented the following:

#### 1. Complaint Procedure

In the event that a director, officer or employee of the Company or any third party (the “Notifying Party”) becomes aware of an issue or has a personal complaint, question or suspicion (a) regarding the Company’s accounting, accounting procedures or accounting personnel, (b) related to the audit of the Company or the auditors charged with handling the audits, (c) reporting or disclosure of a matter contained in the Company’s financial records, financial statements or audit reports or (d) regarding the internal accounting controls of the Company, such Notifying Party may submit such concern or complaint to the attention of the Audit Committee on an anonymous basis pursuant to the procedures hereinafter set forth. The Notifying Party should call 1-800-713-8347, which is a specially designated answering service that will handle the issue. Employees who report matters to the answering service or directly to the Audit Committee will be assured that the “Whistleblower Protection,” as described below, will be afforded to the employee as required by law.

The Company wishes to encourage its employees to bring such legitimate matters to the attention of the Audit Committee (directly or through the answering service) in order to assist the Company and its Board of Directors in complying with federal securities law requirements and to see that the Company’s accounting and auditing functions are properly and effectively implemented.

#### 2. Receipt and Retention of Complaints

Any complaints received by the Audit Committee (directly or through the answering service) will be retained by the Chairman of the Audit Committee in accordance with the Company’s standard document retention policies. The Audit Committee will review all complaints and handle each in a manner that ensures that valid complaints are investigated and

resolved. Confidentiality will be maintained to the fullest extent possible, subject to the need to conduct an adequate review or investigation.

### 3. Whistleblower Protection

The Company will not tolerate any retaliation for reports of misconduct made in good faith by directors, officers or employees. No officer or employee of the Company who lawfully provides information, (1) to any governmental authority, (2) by testimony or otherwise in any proceeding pending or about to be commenced concerning such a violation, or (3) to any person with supervisory authority over the employee or authorized by the Company to investigate such conduct (including the Audit Committee and auditors and counsel engaged by the Audit Committee) regarding any conduct the officer or employee reasonably believes constitutes a violation of the securities laws or financial fraud statutes, may be discharged, demoted or discriminated against for providing such information.