

BROADRIDGE FINANCIAL SOLUTIONS, INC.
Form DEFA14A
October 03, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

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:

Preliminary Proxy Statement
Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
Definitive Proxy Statement
Definitive Additional Materials
Soliciting Material Pursuant to Rule 14a-11(c) or Rule 14a-12

BROADRIDGE FINANCIAL SOLUTIONS, INC.

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(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):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

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 for the
Stockholder Meeting to Be Held on November 17, 2016.**

Meeting Information

BROADRIDGE FINANCIAL SOLUTIONS, INC.

Meeting Type: Annual Meeting
For holders as of: September 21, 2016
Date: November 17, 2016 **Time:** 10:00
A.M. ET
Location: Attend Meeting via the
Internet-please visit
broadridge.onlineshareholdermeeting.com

BROADRIDGE FINANCIAL SOLUTIONS, INC.

C/O BROADRIDGE CORPORATE ISSUER SOLUTIONS, INC.

P.O. BOX 1342

BRENTWOOD, NY 11717

The company will be hosting the meeting live via the Internet this year. To attend the meeting via the Internet please visit **broadridge.onlineshareholdermeeting.com**. Be sure to have the information that is printed in the box marked by the arrow (located on the following page) and follow the instructions.

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

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 on a smartphone by scanning the QR code on the reverse side, or by requesting 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.

This notice also constitutes Notice of the 2016
Annual Meeting of Stockholders.



Before You Vote

How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

NOTICE AND PROXY STATEMENT 2016 ANNUAL REPORT

How to View Online:

Have the information that is printed in the box marked by the arrow (located on the following page) and visit: **www.proxyvote.com**, or on a smartphone by scanning the QR code below.

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 E-MAIL*: | sendmaterial@proxyvote.com |

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow (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 November 3, 2016 to facilitate timely delivery.

How To Vote

Please Choose One of the Following Voting Methods

Vote By Internet:

Before The Meeting:

Go to **www.proxyvote.com** or from a smart phone, scan the QR code above. Have the information that is printed in the box marked by the arrow (located on the following page) available and follow the instructions.

During The Meeting:

Go to **broadridge.onlineshareholdermeeting.com**. Have the information that is printed in the box marked by the arrow (located on the following page) 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.

Vote Confirmation: You may confirm that your instructions were received and included in the final tabulation to be issued at the Annual Meeting on Thursday, November 17, 2016, via the ProxyVote Confirmation link at **www.proxyvote.com** by entering the information that is printed in the box marked by the arrow . Vote Confirmation is available 24 hours after your vote is received beginning November 3, 2016, with the final vote tabulation available through January 18, 2017.

Voting Items

**The Board of Directors recommends a vote
FOR the proposals regarding:**

- (1) **Election of nine nominees for membership on the Company's Board of Directors to serve until the Annual Meeting of Stockholders in the year 2017 and until their successors are duly elected and qualified**

Nominees:

1a. Leslie A. Brun

1b. Richard J. Daly

1c. Robert N. Duelks

1d. Richard J. Haviland

1e. Brett A. Keller

1f. Stuart R. Levine

1g. Maura A. Markus

1h. Thomas J. Perna

1i. Alan J. Weber

(2) **Advisory vote to approve the compensation of the Company's Named Executive Officers (the Say on Pay Vote);**

(3) **To ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accountants for the fiscal year ending June 30, 2017; and**

(4) **To transact such other business as may properly come before the meeting and any adjournment or postponement thereof.**

