

TTM TECHNOLOGIES INC
Form DEFA14A
March 22, 2019

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
(Amendment No.)

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

TTM TECHNOLOGIES, INC.

(Name of Registrant as Specified in its Charter)

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

Payment of Filing Fee (Check the appropriate box):

No fee required.

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:

- (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:

Important Notice of Availability of Proxy Materials for the Stockholder Meeting of

TTM TECHNOLOGIES, INC.

To Be Held On:

May 8, 2019 at 8:30 a.m. local time

at 1665 Scenic Avenue, Suite 250, Costa Mesa, California 92626

COMPANY NUMBER

ACCOUNT NUMBER

CONTROL NUMBER

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.

If you want to receive a paper or e-mail copy of the proxy materials you must request one. There is no charge to you for requesting a copy. To facilitate timely delivery please make the request as instructed below before April 24, 2019.

Please visit <http://www.ttm.com/stockholdersmeeting>, where the following materials are available for view:

Notice of Annual Meeting of Stockholders
Proxy Statement
Annual Report

TO REQUEST MATERIAL TELEPHONE: 888-Proxy-NA (888-776-9962) or 718-921-8562 (for international callers)

E-MAIL: info@astfinancial.com

WEBSITE:

<https://us.astfinancial.com/OnlineProxyVoting/ProxyVoting/RequestMaterials>

TO VOTE:

ONLINE: To access your online proxy card, please visit **www.voteproxy.com** and follow the on-screen instructions or scan the QR code with your smartphone. You may enter your voting instructions at www.voteproxy.com up until 11:59 PM Eastern Time the day before the cut-off or meeting date.

IN PERSON: You may vote your shares in person by attending the Annual Meeting.

MAIL: You may request a proxy card by following the instructions above.

1. To elect Thomas T. Edman, Chantel E. Lenard,

Tang Chung Yen (Tom Tang) and Dov S. Zakheim as
class I directors.
2. Advisory vote on the compensation of our named
executive officers.
3. The ratification of the appointment of KPMG LLP
as independent registered public accounting firm
for the fiscal year ending December 30, 2019.

NOMINEES:

Thomas T. Edman
Chantel E. Lenard
Tang Chung Yen (Tom Tang)
Dov S. Zakheim

**THIS PROXY WILL BE VOTED AS
DIRECTED OR, IF NO DIRECTION IS
INDICATED, WILL BE VOTED FOR THE
ELECTION OF THE DIRECTOR NOMINEES
AND FOR PROPOSALS 2 AND 3.**

**Please note that you cannot use this notice to vote by
mail.**

ANNUAL MEETING OF STOCKHOLDERS OF

TTM TECHNOLOGIES, INC.

May 8, 2019

GO GREEN

e-Consent makes it easy to go paperless. With e-Consent, you can quickly access your proxy material, statements and other eligible documents online, while reducing costs, clutter and paper waste. Enroll today via www.astfinancial.com to enjoy online access.

NOTICE OF INTERNET AVAILABILITY OF PROXY MATERIALS:

The Notice of Meeting, Proxy Statement, and Annual Report

are available at <http://www.ttm.com/stockholdersmeeting>

Please sign, date and mail

your proxy card in the

envelope provided as soon

as possible.

- Please detach along perforated line and mail in the envelope provided. -

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**THE BOARD OF DIRECTORS RECOMMENDS YOU VOTE FOR THE ELECTION OF THE DIRECTOR
NOMINEES AND FOR PROPOSALS 2 AND 3.**

**PLEASE SIGN, DATE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE. PLEASE MARK
YOUR VOTE IN BLUE OR BLACK INK AS SHOWN HERE**

1. To elect Thomas T. Edman, Chantel E. Lenard, Tang
Chung Yen (Tom Tang) and Dov S. Zakheim as class I
directors.

FOR AGAINST ABSTAIN

2. Advisory vote on the
compensation of our
named executive
officers.

NOMINEES:

3.

FOR ALL NOMINEES

Thomas T.
Edman

Chantel E.
Lenard

Tang Chung Yen
(Tom Tang)

The ratification of the
appointment of
KPMG LLP as
independent
registered public
accounting firm for
the fiscal year ending
December 30, 2019.

WITHHOLD AUTHORITY

FOR ALL NOMINEES

Dov S. Zakheim

FOR ALL EXCEPT

(See instructions below)

**THIS PROXY WILL BE VOTED AS DIRECTED
OR, IF NO DIRECTION IS INDICATED, WILL
BE VOTED FOR THE ELECTION OF THE
DIRECTOR NOMINEES AND FOR PROPOSALS
2 AND 3.**

INSTRUCTIONS: To withhold authority to vote for
any individual nominee(s), mark **FOR ALL EXCEPT**
and fill in the circle next to each nominee you wish to
withhold, as shown here:

To change the address on your account, please
check the box at right and indicate your new
address in the address space above. Please note that
changes to the registered name(s) on the account
may not be submitted via this method.

Signature of Stockholder

Date:

Signature of Stockholder

Date:

Note: Please sign exactly as your name or names appear on this Proxy. When shares are held jointly, each holder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by authorized person.