

Compass Diversified Holdings
Form DEFA14A
April 12, 2017

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

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
§ 240.14a-11(c) of § 240.14a-12

COMPASS DIVERSIFIED HOLDINGS
(Exact name of registrant as specified in its charter)

COMPASS GROUP DIVERSIFIED HOLDINGS LLC
(Exact name of registrant as specified in its charter)

N/A
(Name of Person(s) Filing Proxy Statement, if 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:

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

Per unit price or
other underlying
value of
transaction
computed
pursuant to
(3) Exchange Act
Rule 0-11 (set
forth the amount
on which the
filing fee is
calculated and
state how it was
determined):

Proposed
(4) 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:

Form, Schedule or
(2) Registration Statement
No.:

(3) Filing Party:

(4) Date Filed:

*** Exercise Your Right to Vote ***

Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to Be Held on May 24, 2017.

Meeting Information

COMPASS DIVERSIFIED HOLDINGS

Meeting Type: Annual Meeting

For holders as of: March 27, 2017

Date: May 24, 2017 Time: 9:00 AM

Location: Executive Offices

301 Riverside Avenue, Second Floor

Westport, CT 06880

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

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.

See the reverse side of this notice to obtain proxy mater

Is - Before You Vote -

How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:
NOTICE AND PROXY STATEMENT ANNUAL REPORT

How to View Online:

Have the information that is printed in the box marked by the arrow δ xxxx xxxx xxxx xxxx
(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 the 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 email, please send a blank email with the information that is printed in the box marked by the arrow δ xxxx xxxx xxxx xxxx
(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 May 10, 2017 to facilitate timely delivery.

- How To Vote -

Please Choose One of the Following Voting Methods

Vote In Person: If you choose to vote these shares in person at the meeting, you must request a "legal proxy." To do so, please follow the instructions at www.proxyvote.com or request a paper copy of the materials, which will contain the appropriate instructions. 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 available at www.proxyvote.com for any special requirements for meeting attendance and directions.

Vote By Internet: To vote now by Internet, go to www.proxyvote.com. Have the information that is

printed in the box marked by the arrow δ xxxx xxxx xxxx xxxx
(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 voting instruction form.

Voting Items

The Board of Directors recommended you vote FOR the following:

1. To elect as directors all nominees listed (except as marked to the contrary above) to the Board of Directors as Class II directors for a term ending at the 2020 Annual Meeting:
 - 01) James J. Bottiglieri
 - 02) Gordon M. Burns

2. To approve, on a non-binding and advisory basis, the resolution approving the compensation of our executive officers as disclosed in the Proxy Statement ("Say-on-Pay Vote").

The Board of Directors recommends you vote 1 year on the following proposal:

3. To recommend, on a non-binding and advisory basis, the frequency of the Say-on-Pay Vote ("Say-on-Frequency Vote").

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

4. To ratify the appointment of Grant Thornton LLP as independent auditor for the Company and the Trust for the fiscal year ending December 31, 2017.

NOTE: Such other
business as may properly
come before the meeting
or any adjournment
thereof.

Voting
Instructions