

AVIAT NETWORKS, INC.
Form DEFA14A
April 29, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 14A

(Rule 14a-101)

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-12

Aviat Networks, Inc.

(Name of Registrant as Specified In Its Charter)

(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)(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:

(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:

April 29, 2016

Aviat Networks, Inc.
5200 Great America Parkway
Santa Clara, CA 95054

IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS FOR THE SPECIAL MEETING OF STOCKHOLDERS ON JUNE 10, 2016

The control number below will allow you to access proxy information online for all your investments connected with this Annual Meeting. To access your proxy please logon to:
www.proxyonline.com

YOUR CONTROL NUMBER IS:

Dear Stockholder,

Notice is hereby given that the Special Meeting of Stockholders of Aviat Networks, Inc ("Aviat Networks") is to be held at 5200 Great America Parkway, Santa Clara, CA 95054, on June 10, 2016 at 10:00 a.m. PT.

Stockholders of Aviat Networks will be asked at the Special Meeting:

To approve an amendment to Aviat's Amended and Restated Certificate of Incorporation (the "Charter") to effect, at 1. the discretion of the Board of Directors, a reverse stock split of all of the outstanding shares of Aviat's common stock, whereby each 12 shares would be combined, converted and changed into 1 share of common stock.

The Board of Directors unanimously recommends that you vote FOR the proposal.

This communication presents only an overview of the more complete proxy materials available to you on the Internet at www.proxyonline.com. We encourage you to access and review all of the important information contained in the proxy materials before voting.

Please go to www.proxyonline.com and enter the control number found in the box above. Once you have logged in you can view/download the proxy statement and proxy card, request a copy of the proxy materials via e-mail or the U.S. Post Office, and vote your shares. You may choose to vote via the internet, by touchtone phone, or print the ballot and mail it in.

Please read the proxy materials carefully and vote your shares. If you should have any questions about this Notice or the proxy materials, please call (800) 591-8252 Monday through Friday between the hours of 9:00 a.m. and 10:00 p.m. ET.

Thank you in advance for your participation and for your investment.

By order of the Board of Directors.

If you would like to receive a paper or electronic copy of the proxy material, please see the reverse side for instructions.

STOCKHOLDER PRIVACY: To ensure your privacy there is no personal information required to view or request proxy materials and/or vote. The control number listed above is a unique identifier created for this proxy and this proxy only. It is not linked to your account number nor can it be used in any other manner other than this proxy.

REQUEST FOR PROXY MATERIALS

If you would like to receive a paper or electronic copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy using any of the options below. If you wish to receive a paper copy through the mail please make that request on or before June 3, 2016 to allow for timely delivery. If you request to receive an electronic copy please do so by June 9, 2015.
