

HEMISPHERE MEDIA GROUP, INC.

FORM DEFA14A

(Additional Proxy Soliciting Materials (definitive))

Filed 04/06/16

Address	2000 PONCE DE LEON BOULEVARD, SUITE 500 CORAL GABLES, FL 33134
Telephone	305-421-6364
CIK	0001567345
Symbol	HMTV
SIC Code	4841 - Cable and Other Pay Television Services
Industry	Misc. Financial Services
Sector	Financial
Fiscal Year	12/31

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 under §240.14a-12

Hemisphere Media Group, 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)(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: _____



c/o Continental Proxy Services – 8th Floor
17 Battery Place, New York NY 10004-1123

Hemisphere Media Group, Inc.
2000 Ponce de Leon Blvd. | Suite 500
Coral Gables, FL 33134

You May Vote Your Proxy When You View The Materials On The Internet Or By Mail. You Will Be Asked To Follow The Prompts To Vote Your Shares.

**NOTICE OF ANNUAL MEETING
OF STOCKHOLDERS**
to be held on
May 16, 2016

Dear Stockholder,

NOTICE IS HEREBY GIVEN that the Annual Meeting of Stockholders of Hemisphere Media Group, Inc. will be held on Tuesday, May 16, 2016 at 10:30 a.m., local time, at the offices of Holland & Knight LLP, 701 Brickell Avenue, Suite 3300, Miami, FL 33131, or as soon thereafter as a quorum shall be present, for the following purposes:

- (1) To elect three Class III directors to the Board of Directors for a three-year term expiring at the 2019 annual meeting;
Our Board of Directors recommends a vote "FOR" each of the Class III director nominees in Proposal 1.
- (2) To ratify the Board of Directors' appointment of RSM US LLP as our independent registered public accounting firm for our fiscal year ending December 31, 2016;
Our Board of Directors recommends a vote "FOR" Proposal 2.
- (3) To approve the Hemisphere Media Group, Inc. Amended and Restated 2013 Equity Incentive Plan; and
Our Board of Directors recommends a vote "FOR" Proposal 3.
- (4) To consider all other appropriate matters that may be brought before the Annual Meeting.

Only stockholders of record on the books of the company at close of business on March 17, 2016 will be entitled to vote at the meeting. Stockholders are cordially invited to attend the meeting.

Your electronic vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed, dated, and returned the proxy card.



Vote Your Proxy on the Internet:

Go to <http://www.cstproxyvote.com>
Have your notice available when you access the above website. Follow the prompts to vote your shares.

COMPANY ID:

PROXY NUMBER:

ACCOUNT NUMBER:

The Proxy Materials are available for review at:
<http://www.cstproxy.com/hemispheretv/2016>

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**Important Notice Regarding the Availability Of Proxy Materials
For the Stockholder Meeting to Be Held On May 16, 2016**

This communication is not a voting form and presents only an overview of the more complete proxy materials that are available to you on the Internet or by mail. We encourage you to access and review all of the important information contained in the proxy materials before voting.

If you would like to receive a paper or e-mail copy of these documents, *you must request one*. There is no charge for such documents to be mailed to you. You must request a copy as instructed below by May 6, 2016 to facilitate a timely delivery.

The following proxy materials are available to you to review at: <http://www.cstproxy.com/hemispheretv/2016>

- the Company's Annual Report for the year ended December 31, 2015;
- the Company's 2016 Proxy Statement (including all attachments thereto);
- the Proxy Card; and
- any amendments to the foregoing materials that are required to be furnished to stockholders.

ACCESSING YOUR PROXY MATERIALS ONLINE

Have this notice available when you request a paper copy of the proxy materials or to vote your proxy electronically. You must reference your company ID, proxy number and account number to access the proxy materials.

REQUESTING A PAPER COPY OF THE PROXY MATERIALS

By telephone please call 1-888-221-0690

or

By logging on to <http://www.cstproxy.com/hemispheretv/2016>

or

By email at: proxy@continentalstock.com

Please include the company name and your account number in the subject line.