

# COMPASS DIVERSIFIED HOLDINGS

## FORM DEFA14A

(Additional Proxy Soliciting Materials (definitive))

Filed 04/12/17

Address	301 RIVERSIDE AVENUE WESTPORT, CT 06880
Telephone	203-221-1703
CIK	0001345126
Symbol	CODI
SIC Code	2510 - Household Furniture
Industry	Investment Trusts
Sector	Financials
Fiscal Year	12/31

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**SCHEDULE 14A**

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**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

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

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

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N/A  
(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

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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.
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(1) Amount Previously Paid:

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

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(3) Filing Party:

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(4) Date Filed:

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**\*\*\* Exercise Your *Right to Vote* \*\*\***  
**Important Notice Regarding the Availability of Proxy Materials for the  
Shareholder Meeting to Be Held on May 24, 2017.**

**COMPASS DIVERSIFIED HOLDINGS**

**Meeting Information**

**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](http://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 materials.](#)

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## - 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 ⇒  
(located on the following page) and visit: [www.proxyvote.com](http://www.proxyvote.com) .

XXXX XXXX XXXX XXXX

#### 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](http://www.proxyvote.com)

2) BY TELEPHONE:

1-800-579-1639

3) BY E-MAIL\*:

[sendmaterial@proxyvote.com](mailto: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 ⇒

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](http://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](http://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](http://www.proxyvote.com). Have the information that is

printed in the box marked by the arrow ⇒

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.

<b>Voting Items</b>
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**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.

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**Voting Instructions**