

SMITH MICRO SOFTWARE, INC.
Form DEFA14A
April 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

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

Smith Micro Software, 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 (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:

SMITHMICRO VOTE SOFTWARE 000004 ENDORSEMENT_LINE_____SACKPACK_____ MR A
SAMPLE DESIGNATION (IF ANY) ADD 1 ADD 2 ADD 3 ADD 4 ADD 5 ADD 6 C 1234567890 Online Go to
www.envisionreports.com/SMSI or scan the QR code-login details are located in the shaded bar below. Votes
submitted electronically must be received by 11:59p m, (Eastern Time), on June 3, 2019. Stockholder Meeting Notice
1234 5678 9012 345 Important Notice Regarding the Availability of Proxy Materials for the Smith Micro Software,
Inc. Stockholder Meeting to be Held on June 4, 2019 Under Securities and Exchange Commission rules, you are
receiving this notice that the proxy materials for the annual stockholders' meeting are available on the Internet Follow
the instructions below to view the materials and vote online or request a copy. The items to be voted on and location
of the annual meeting are on the reverse side of this notice. Your vote is important! 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. The proxy
statement and annual report to stockholders are available at: www.envisionreports.com/SMSI Easy Online Access -
View your proxy materials and vote. Step 1: Go to www.envisionreports.com/SMSI. Step 2: Click on Cast Your Vote
or Request Materials. Step 3: Follow the instructions on the screen to log in. Step 4: Make your selections as
instructed on each screen for your delivery preferences. Step 5: Vote your shares. When you go online, you can also
help the environment by consenting to receive electronic delivery of future materials. Obtaining a Copy of the Proxy
Materials - If you want to receive a copy of the proxy materials, you must request one. There is no charge to you for
requesting a copy. Please make your request as instructed on the reverse side of this notice on or before May 24, 2019
to facilitate timely delivery. 2 N O T C O Y

Stockholder Meeting Notice The 2019 Annual Meeting of Stockholders of Smith Micro Software, Inc. will be held on June 4, 2019 at 5800 Corporate Drive, Pittsburgh, Pennsylvania 15237 at 10:00 a.m. Eastern Time. Proposals to be voted on at the meeting are listed below along with the Board of Directors' recommendations. The Board of Directors recommend a vote FOR all the nominees listed and FOR Proposals 2 and 3: 1. Election of two (2) Directors to serve a three-year term ending at the 2022 Annual Meeting of Stockholders or until their successors are duly elected and qualified: 01 - Andrew Arno 02-Samuel Gulko 2. Non-binding advisory vote to approve the compensation of named executive officers. 3. Ratification of the appointment of SingerLewak LLP as the independent registered public accounting firm of the Company for the year ending December 31, 2019. PLEASE NOTE - YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your shares you must go online or request a paper copy of the proxy materials to receive a proxy card. If you wish to attend and vote at the meeting, please bring this notice with you. Here's how to order a copy of the proxy materials and select delivery preferences: Current and future delivery requests can be submitted using the options below. If you request an email copy, you will receive an email with a link to the current meeting materials. PLEASE NOTE: You must use the number in the shaded bar on the reverse side when requesting a copy of the proxy materials. -Internet - Go to www.envisionreports.com/SMSI Click Cast Your Vote or Request Materials. -Phone - Call us free of charge at 1-866-641-4276. - Email - Send an email to investorvote@computershare.com with "Proxy Materials Smith Micro Software. Inc" in the subject line. Include your full name and address, plus the number located in the shaded bar on the reverse side, and state that you want a paper copy of the meeting materials. To facilitate timely delivery, all requests for a paper copy of proxy materials must be received by May 24, 2019.