

Compass Diversified Holdings
Form DEFA14A
April 15, 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 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:

(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:

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 29, 2019.

Meeting Information

COMPASS DIVERSIFIED HOLDINGS

Meeting Type: Annual Meeting

For holders as of: April 1, 2019

Date: May 29, 2019 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 15, 2019 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 ALL" on the following proposal:

To elect as directors all nominees listed (except as marked to the contrary above) to the Board of Directors as

1. Class I directors for a term ending at the 2022 Annual Meeting of Shareholders:

01) Harold S. Edwards

02) Sarah G. McCoy

The Board of
Directors

recommends

you vote

"FOR" on the

following

proposals:

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

3. To ratify the
appointment
of Grant
Thornton LLP
as
independent
auditor for the
Company and
the Trust for
the fiscal year
ending
December 31,
2019.

NOTE: Such other
business as may

properly come
before the meeting
or any adjournment
thereof.

Voting
Instructions