

UNIFI INC  
Form DEFA14A  
September 13, 2018

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-12

**UNIFI, 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:

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(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.:

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(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 October 31, 2018.**

**UNIFI, INC.**

*UNIFI, INC.*

*7201 WEST FRIENDLY AVENUE*

*GREENSBORO, NC 27410*

E51198-P13059

**Meeting Information**

**Meeting Type:** Annual Meeting  
**For holders as of:** September 4, 2018  
**Date:** October 31, 2018 **Time:** 8:30 a.m., Eastern Time

**Location:** Lotte New York Palace  
455 Madison Avenue at 50th Street  
New York, NY 10022

**Directions:** For directions please call (336) 294-4410

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.**

## Before You Vote

### How to Access the Proxy Materials

#### Proxy Materials Available to VIEW or RECEIVE:

NOTICE OF ANNUAL MEETING AND PROXY STATEMENT  
10-K

ANNUAL REPORT ON FORM

#### 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).

#### How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these 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 e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow (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 October 17, 2018 to facilitate timely delivery.

## How To Vote

Please Choose One of the Following Voting Methods

**Vote In Person:** Many shareholder meetings have attendance requirements such as the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

**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 (located on the following page) available and follow the instructions.

**Vote By Telephone or Mail:** You can vote by telephone or mail by requesting a paper copy of the materials, which will include a proxy card.

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**Voting Items**

**UNIFI's Board of Directors recommends that**

**you vote FOR each of the nominees named in**

**Proposal 1.**

1. Election of directors

**Nominees:**

1a. Robert J. Bishop

1b. Albert P. Carey

1c. Thomas H. Caudle, Jr.

1d. Paul R. Charron

1e. Archibald Cox, Jr.

1f. Kevin D. Hall

1g. James M. Kilts

1h. Kenneth G. Langone

1i. James D. Mead

1j. Suzanne M. Present

1k. Eva T. Zlotnicka



**UNIFI s Board of Directors recommends that you vote FOR Proposals 2, 3 and 4.**

2. Advisory vote to approve UNIFI s named executive officer compensation in fiscal 2018.
3. Approval of the Unifi, Inc. Amended and Restated 2013 Incentive Compensation Plan.
4. Ratification of the appointment of KPMG LLP as UNIFI s independent registered public accounting firm for fiscal 2019.

**NOTE:** In their discretion, the proxy holders are authorized to vote on such other business as may properly come before the meeting or any adjournment or postponement thereof. EACH OF PROPOSALS 1, 2, 3 AND 4 HAS BEEN PROPOSED BY UNIFI, INC.

E51200-P13059

E51201-P13059