

KIMCO REALTY CORP
Form DEFA14A
March 20, 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 (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 Pursuant to §240.14a-12

KIMCO REALTY CORPORATION

(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:

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- 2) Form, Schedule or Registration Statement No.:
 - 3) Filing Party:
 - 4) Date Filed:
-

***** Exercise Your Right to Vote *****
Important Notice Regarding the Availability of Proxy Materials for the
Stockholder Meeting to Be Held on April 30, 2019.

KIMCO REALTY CORPORATION

KIMCO REALTY CORPORATION
3333 NEW HYDE PARK ROAD, STE 100
NEW HYDE PARK, NY 11042

Meeting Information

Meeting Type: Annual Meeting

For holders as of: March 5, 2019

Date: April 30, 2019 **Time:** 10:00 a.m., Local Time

Location:

Grand Hyatt New York
109 E. 42nd Street
New York, NY 10017

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.

— **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 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 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 |
| 2) BY TELEPHONE: | 1-800-579-1639 |
| 3) BY E-MAIL*: | 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 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 April 16, 2019 to facilitate timely delivery.

— **How To Vote** —

Please Choose One of the Following Voting Methods

Vote In Person: Many stockholder 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 for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares. If you received your proxy materials by mail, you should have received a proxy card enclosed with the Proxy Statement. Stockholders can vote in person at the Meeting or by authorizing a proxy. There are three ways to authorize a proxy to vote the 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 XXXX XXXX XXXX XXXX (located on the following page) available and follow the instructions. Stockholders can authorize a proxy over the Internet at www.proxyvote.com by following the instructions on the enclosed proxy card or Notice of Internet Availability. Internet authorization methods for stockholders of record will be available 24 hours a day and will close at 11:59 p.m. (local time) on April 29, 2019.

Vote By Telephone: You can vote by telephone by requesting a paper copy of the materials, which will include a proxy card with instructions (see above).

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card. If you received your proxy materials by mail, you can authorize a proxy by mail by signing, dating and mailing the enclosed proxy card.

Voting Items

The Board of Directors recommends you vote FOR the election of all of the following nominees:

THE BOARD OF
DIRECTORS
RECOMMENDS: A
VOTE **FOR** THE
ELECTION OF THE
FOLLOWING

1. -NOMINEES:
 - 1a. Milton Cooper
 - 1b. Philip E. Coviello
 - 1c. Conor C. Flynn
 - 1d. Frank Lourenso
 - 1e. Colombe M. Nicholas
 - 1f. Mary Hogan Preusse
 - 1g. Valerie Richardson
 - 1h. Richard B. Saltzman

The Board of Directors recommends you vote FOR the following proposals:

THE BOARD OF DIRECTORS
RECOMMENDS: A VOTE **FOR**
THE ADVISORY RESOLUTION
TO APPROVE THE COMPANY'S
EXECUTIVE COMPENSATION
(AS MORE PARTICULARLY
DESCRIBED IN THE PROXY

2. -STATEMENT).

THE BOARD OF DIRECTORS
RECOMMENDS: A VOTE **FOR**
RATIFICATION OF THE
APPOINTMENT OF
PRICEWATERHOUSECOOPERS
LLP AS THE COMPANY'S
INDEPENDENT REGISTERED
PUBLIC ACCOUNTING FIRM
FOR THE YEAR ENDING
DECEMBER 31, 2019 (AS MORE
PARTICULARLY DESCRIBED IN
3. - THE PROXY STATEMENT).

NOTE: Such other business as may properly come before the meeting or any adjournment thereof.
