

CALLON PETROLEUM CO  
Form DEFA14A  
April 02, 2015

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 14A INFORMATION

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 under Rule 14a-12

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

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Callon Petroleum Company

CONTROL ID:

REQUEST ID:

**IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS  
for the Annual Meeting of Stockholders**

DATE: Thursday, May 14, 2015  
TIME: 9:00 am central daylight time  
LOCATION: Grand Ballroom of the Natchez Grand Hotel, 111 Broadway Street,  
Natchez, Mississippi 39120

**HOW TO REQUEST PAPER COPIES OF OUR MATERIALS**

|                                  |                                   |  |  |
|----------------------------------|-----------------------------------|--|--|
| PHONE:                           | FAX:                              | INTERNET:  | EMAIL:   |
| Call toll free<br>1-866-752-8683 | Send this card to<br>202-521-3464 | <a href="https://www.iproxydirect.com/CPE">https://www.iproxydirect.com/CPE</a><br>and follow the on-screen<br>instructions. | <a href="mailto:proxy@iproxydirect.com">proxy@iproxydirect.com</a> .<br>Include your Control ID in your email. |

This communication represents a notice to access a more complete set of proxy materials 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 is available at: <https://www.iproxydirect.com/CPE>

If you want to receive a paper copy of the proxy materials you must request one. There is no charge to you for requesting a copy. To facilitate timely delivery please make the request, as instructed above, before April 30, 2015.

you may enter your voting instructions at <https://www.iproxydirect.com/CPE>  
until 11:59 pm eastern time May 13, 2015.

The purposes of this meeting are as follows:

1. The election of two Class III Directors, Fred L. Callon and L. Richard Flury, for a three-year term, and the election of Michael L. Finch as a Class I Director for a one-year term;
2. The approval, by advisory vote, of the Company's named executive officer compensation;
3. The approval of the First Amendment to the Company's 2011 Omnibus Incentive Plan;
4. The approval of an amendment to Article Four of the Company's Certificate of Incorporation increasing the number of authorized shares of Common Stock of the Company ("Common Stock") from 110 million shares to 150 million shares;
5. The ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2015; and

6. The transaction of such other business as may properly come before the Annual Meeting or any adjournment(s) thereof.

Pursuant to new Securities and Exchange Commission rules, you are receiving this Notice that the proxy materials for the Annual meeting are available on the Internet. Follow the instructions above to view the materials and vote or request printed copies.

The board of directors has fixed the close of business on March 27, 2015 as the record date for the determination of stockholders entitled to receive notice of the Annual Meeting and to vote the shares of our common stock, par value \$.001 per share, they held on that date at the meeting or any postponement or adjournment of the meeting.

The Board of Directors recommends that you vote 'for' all proposals above.

Please note – This is not a Proxy Card - you cannot vote by returning this card

Callon Petroleum Company  
SHAREHOLDER SERVICES  
500 Perimeter Park Drive Suite D  
Morrisville NC 27560

TIME SENSITIVE SHAREHOLDER INFORMATION ENCLOSED

IMPORTANT SHAREHOLDER INFORMATION

YOUR VOTE IS IMPORTANT