

Edgar Filing: AFLAC INC - Form DEFA14A

AFLAC INC  
Form DEFA14A  
March 22, 2012

SCHEDULE 14A

(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant [X]

Filed by a Party other than the Registrant [  
]

Check the appropriate box:

- Preliminary Proxy Statement  Soliciting Material Under Rule 14a-12
- Confidential, For Use of the  
Commission Only (as permitted  
by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials

Aflac Incorporated  
(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.:

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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 May 7, 2012.

AFLAC INCORPORATED

AFLAC INCORPORATED  
WORLDWIDE HEADQUARTERS  
1932 WYNNTON ROAD  
COLUMBUS, GA 31999

**Meeting Information**

Meeting Type: Annual Meeting

For holders as of: February 29, 2012

Date: May 7, 2012 Time: 10:00 a.m.

Location:

Columbus Museum  
Patrick Theatre  
1251 Wynnton Road  
Columbus, Georgia 31906

You are receiving this communication because you hold shares in the above named company.

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.



**Voting Items**

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" ALL DIRECTOR NOMINEES IN PROPOSAL 1 AND "FOR" PROPOSALS 2, 3, 4 AND 5.**

**The following proposals are being submitted to the Shareholders:**

1. Election of 14 Directors of the Company.

***Nominees:***

- |     |                         |
|-----|-------------------------|
| 1a. | Daniel P. Amos          |
| 1b. | John Shelby Amos II     |
| 1c. | Paul S. Amos II         |
| 1d. | Kriss Cloninger III     |
| 1e. | Elizabeth J. Hudson     |
| 1f. | Douglas W. Johnson      |
| 1g. | Robert B. Johnson       |
| 1h. | Charles B. Knapp        |
| 1i. | E. Stephen Purdom, M.D. |
| 1j. | Barbara K. Rimer, DrPH  |

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- 1k. Marvin R. Schuster
- 1l. Melvin T. Stith
- 1m. David Gary Thompson
- 1n. Takuro Yoshida

- 2. To consider the following non-binding advisory proposal:  
  
"Resolved, that the shareholders approve the compensation of the Company's named executive officers, as described in the Compensation Discussion and Analysis, executive compensation tables and accompanying narrative disclosure in the Proxy Statement.
  - 3. To consider and adopt an Amended and Restated 2004 Aflac Incorporated Long-Term Incentive Plan ("LTIP"), with no additional shares authorized under the LTIP.
  - 4. To consider and adopt an Amended and Restated 2013 Management Incentive Plan.
  - 5. Ratification of appointment of KPMG LLP as independent registered public accounting firm of the Company for the year ending December 31, 2012.
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