

K2M GROUP HOLDINGS, INC.
Form DEFA14A
April 21, 2017
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

K2M GROUP HOLDINGS, 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:
- (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:
-

*** Exercise Your Right to Vote ***

Important Notice Regarding the Availability of Proxy Materials for the
Stockholder Meeting to Be Held on June 6, 2017.

K2M GROUP HOLDINGS,
INC.

Meeting Information

Meeting Type: Annual Meeting

For holders as of: April 10, 2017

Date: June 6, 2017 Time: 8:00 A.M. EDT

Location: K2M Group Holdings, Inc.

600 Hope Parkway SE

Leesburg, VA 20175

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

K2M GROUP HOLDINGS,
INC. 600 HOPE PARKWAY
SE LEESBURG, VA 20175

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.

—Before You Vote—

How to Access the Proxy Materials
Proxy Materials Available to VIEW or
RECEIVE:

1. Notice & Proxy Statement
2. 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 May 23, 2017 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.

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
available and follow
the instructions.

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

Voting Items

The Board of Directors recommends that you vote
FOR all of the nominees listed in Proposal
1 and FOR Proposal 2.

1. Election of Class III Directors

Nominees:

1) Daniel Pelak 2) Carlos A. Ferrer

2. Ratification of the appointment of KPMG LLP as our independent registered public accounting firm for fiscal 2017.

NOTE: Shareholders may also be asked to consider conducting any other business properly brought before the meeting.