

RYDER SYSTEM INC
Form DEFA14A
April 22, 2015

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

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 ☒

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

Ryder System, 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:

[The following is an e-mail to Company employees sent on April 22, 2015 from Robert E. Sanchez, Chairman and Chief Executive Officer]

Subject: Important Message to Employee Shareholders - VOTE YOUR RYDER SHARES!

Ryder Colleague:

By now, you should have received proxy materials for our 2015 Annual Meeting of Shareholders to be held on Friday, May 1. At this meeting, our shareholders - including many of you - will vote on important company business. Your vote is particularly important this year because we have a shareholder-submitted proposal regarding disclosure of political contributions on the ballot that the Board of Directors recommends you vote against.

The Board has carefully considered the shareholder proposal and believes that requiring additional disclosure regarding political contributions and expenditures is not necessary because:

we already disclose our Corporate Political Contributions Policy on our website at investors.ryder.com, which imposes significant restrictions, provides meaningful accountability and establishes Board oversight with respect to our corporate political contributions

our corporate political contributions and expenditures, including to trade associations, are very small - well below 0.05% of our annual revenue, and

information regarding our corporate contributions is already publicly available, as federal and state governments require public disclosure of political contributions, either by donor or recipient; additionally, our PAC regularly files reports with the Federal Election Commission

Ryder's Board of Directors recommends you vote AGAINST the shareholder-submitted proposal and FOR all other proposals in the proxy. Not only is every vote important, it also demonstrates your confidence in our Company and our Board. Thank you for your continued support.

Note about accessing proxy materials: By now, you should have received a Notice by e-mail or by mail with instructions explaining how to access the proxy materials electronically and vote your shares. Most employee shareholders were sent an e-mail Notice on March 24, 2015 to your Ryder e-mail account or personal e-mail account from:

RYDER SYSTEM, INC.

MORGAN STANLEY

FIDELITY INVESTMENTS

NATIONAL FINANCIAL SERVICES LLC (FIDELITY) or

ID@PROXYVOTE.COM

If you own shares through multiple accounts, you should receive a separate Notice with a separate control number to vote your shares in each account. Although Ryder's e-mail system is set up to ensure that this e-mail Notice is delivered to your inbox and not your junk folder, if the Notice was sent to your personal e-mail account, please make sure to check your junk folder if you do not find it in your inbox. You will not receive a printed copy of the proxy materials unless you specifically request one.

Regards,

Robert Sanchez

Chairman and Chief Executive Officer