

AQUA AMERICA INC
Form DEFA14A
April 20, 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 Under Rule 14a-12

Aqua America, 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):

- x 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.:

3) Filing Party:

4) Date Filed:

Aqua America, Inc.

AquaAmerica.com

762 W. Lancaster Avenue

Bryn Mawr, PA 19010

April 20, 2015

Dear Fellow Shareholder:

You recently received proxy materials in connection with the annual meeting of shareholders of Aqua America, Inc. (the Company). According to our latest records, your **PROXY VOTE** for this meeting **HAS NOT YET BEEN RECEIVED. Please Vote Today.**

Your Board of Directors recommends that you vote

FOR each of the director nominees to the Board of Directors;

FOR the ratification of the appointment of PricewaterhouseCoopers LLP as our independent registered public accounting firm for 2015;

FOR the approval of the Company s executive compensation programs;

AGAINST the shareholder proposal requesting that the Board of Directors create a comprehensive policy articulating the Company s respect for and commitment to the human right to water;

AGAINST the shareholder proposal requesting that the Board of Directors create a comprehensive policy that will require shareholder approval for certain future retirement benefits for executive officers;

Due to a change in New York Stock Exchange rules, stockbrokers, banks and other nominees who hold shares for you are no longer allowed to vote your shares on any of the proposals described above other than the ratification of the appointment of the independent auditors unless they have received your specific voting instructions. Regardless of the number of shares you own, it is important that you vote so that your shares are represented at the Annual Meeting.

Your vote is important to us, and we need your support.

Electronic voting is available to you. The voting process is quick, easy and free.

VOTE VIA THE INTERNET: To vote now by Internet, go to www.proxyvote.com. Have the information that is printed in the box marked by the arrow on the enclosed proxy form ready and

follow the instructions.

VOTE BY TOUCHTONE PHONE: You may cast your vote by calling the toll-free number on the enclosed proxy form. Please follow the instructions on your proxy form to cast your vote.

VOTE BY MAIL: You may also cast your vote by mail. Simply sign, date and mail the enclosed proxy form in the postage-prepaid return envelope provided.

Even if you plan to attend the meeting, please vote your shares now so that your vote can be counted without delay. Thank you in advance for your support and for acting promptly.

On behalf of your Board of Directors,

Nicholas DeBenedictis

Chairman and President

762 W. Lancaster Avenue, Bryn Mawr, PA, 19010 610.525.1400 AquaAmerica.com

IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS FOR THE SHAREHOLDER MEETING TO BE HELD ON 05/08/15 FOR AQUA AMERICA, INC.

THE FOLLOWING MATERIAL IS AVAILABLE AT WWW.PROXYVOTE.COM ** I **

- PROXY STATEMENT - ANNUAL REPORT

AQUA AMERICA, INC. ANNUAL MEETING TO BE HELD ON 05/08/15 AT 08:30 A.M. EDT FOR HOLDERS AS OF 03/09/15 * ISSUER CONFIRMATION COPY - INFO ONLY *

2 1-0001 THIS FORM IS PROVIDED FOR INFORMATIONAL PURPOSES ONLY. PLEASE DO NOT USE IT FOR VOTING PURPOSES. 2 -I -S

7/103

FOR ALL NOMINEES

RECOMMEND: A VOTE FOR ELECTION OF THE FOLLOWING NOMINEES HOLLAS DEBENEDICTIS,02-MICHAEL L. BROWNE,03-RICHARD H. GLANTON, R. GREENBERG,05-WILLIAM P. HANKOWSKY,06-WENDELL F. HOLLAND, EN T. RUFF

0010100 WITHHOLD ALL NOM WITHHOLD AUTHORITY VOTE FOR

ANY INDIVIDUAL NO WRITE

NUMBER(S) OF NOMI BELOW.

USE NUMBER ONLY

FORAGNABS

DO NOT CONSIDER AND TAKE ACTION ON THE RATIFICATION OF THE----->>> FOR --->>> 2. " " "

APPOINTMENT OF PRICEWATERHOUSECOOPERS LLP AS THE DEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE COMPANY FOR THE 2015 FISCAL YEAR. 0010200

FORAGNABS 038

DO NOT CONSIDER AND TAKE ACTION ON AN ADVISORY VOTE ON THE COMPANY S EXECUTIVE COMPENSATION PROGRAM. -->>> FOR --->>> 3. " " "

0029440

THE BOARD OF DIRECTORS RECOMMENDS YOU VOTE AGAINST THE FOLLOWING PROPOSALS

PLACE YOU PL ATTEND

AND VO
SHARES
MEETIN

DO CONSIDER AND TAKE ACTION ON A SHAREHOLDER
PROPOSAL REQUESTING THAT THE BOARD OF DIRECTORS
CREATE A COMPREHENSIVE POLICY ARTICULATING THE
COMPANY'S RESPECT FOR AND COMMITMENT TO THE HUMAN
RIGHT TO WATER, IF PROPERLY PRESENTED AT THE MEETING.

FORAGNABS
-->>> AGN --->>> 4. " " "
0061214

DO CONSIDER AND TAKE ACTION ON A SHAREHOLDER
PROPOSAL REQUESTING THAT THE BOARD OF DIRECTORS
CREATE A POLICY IN WHICH THE BOARD OF DIRECTORS SEEK
SHAREHOLDER APPROVAL OF ANY FUTURE EXTRAORDINARY
RETIREMENT BENEFITS FOR SENIOR EXECUTIVES, IF PROPERLY
PRESENTED AT THE MEETING.

51 MERC
FORAGNABSEEDGEW
11717
-->>> AGN --->>> 5. " " "
0060200

NOTE* SUCH OTHER BUSINESS AS MAY PROPERLY COME
BEFORE THE MEETING OR ANY ADJOURNMENT THEREOF.

AQUA A
INC.

ATTN: B
DINGER

762 WES
LANCAS
AVENUE

BRYN M
19010

VIF11H