

CAPITAL CITY BANK GROUP INC
Form DEFA14A
March 06, 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**

Filed by the Registrant x
Filed by a Party other than the Registrant o

Check the appropriate box:

- o Preliminary Proxy Statement
- o **Confidential, For Use of the Commission Only (as permitted by Rule 14A-6(E)(2))**
- o Definitive Proxy Statement
- x Definitive Additional Materials
- o Soliciting Material Pursuant to § 240-14a-12

CAPITAL CITY BANK GROUP, INC.

(Exact 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 and 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
Shareholder Meeting to Be Held on April 28, 2015**

Meeting Information

Meeting Type: Annual Meeting

For holders as of: February 27, 2015

***CAPITAL CITY
BANK GROUP, INC.***

Date: April 28, 2015 **Time:** 10:00 AM EDT

Location: Augustus B. Turnbull III
Florida State Conference Ctr
555 W. Pensacola Street
Tallahassee, Florida 32301

***CAPITAL CITY
BANK GROUP, INC.***

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

***217 NORTH
MONROE STREET

TALLAHASSEE, FL
32301***

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).

***ATTN: J.
KIMBROUGH DAVIS***

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 and Proxy Statement
2. Form 10-K

How to View Online:

Have the information that is printed in the box marked by the arrow (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 (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 April 14, 2015 to facilitate timely delivery.

— **How To Vote** —

Please Choose One of the Following Voting Methods

Vote In Person: Many shareholder 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 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 you vote
FOR the following:**

1. Election of
Directors

Nominees

01 Frederick Carroll,
III 02 John K.
Humphress 03
Henry Lewis III

**The Board of
Directors
recommends you vote
FOR the following
proposal:**

2. To ratify the
expected appointment
of Ernst & Young LLP
as auditors of the
Company for fiscal
year ending December
31, 2015.

NOTE: In their sole
discretion, the proxies
may approve such
other business as may
properly come before
the meeting or any
adjournment and/or
postponements of the
meeting. THIS
PROXY WILL BE
VOTED AS
DIRECTED, BUT IF
NO DIRECTIONS
ARE GIVEN ON THE
PROXY, THE
SHARES
REPRESENTED BY
THE PROXY WILL

BE VOTED "FOR"
PROPOSALS 1 AND
2, AND AS
DETERMINED BY
THE PROXIES ON
ANY OTHER
MATTER THAT
MAY PROPERLY BE
BROUGHT AT THE
MEETING. THE
UNDERSIGNED
SHAREOWNER(S)
HEREBY
ACKNOWLEDGE(S)
RECEIPT OF THE
NOTICE OF
ANNUAL MEETING
AND PROXY
STATEMENT.

