

# Section 1: DEFA14A (SPIRIT AEROSYSTEMS HOLDINGS, INC. - DEFA14A)

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:	
<input type="checkbox"/>	Preliminary Proxy Statement
<input type="checkbox"/>	Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
<input type="checkbox"/>	Definitive Proxy Statement
<input checked="" type="checkbox"/>	Definitive Additional Materials
<input type="checkbox"/>	Soliciting Material under §240.14a-12

### SPIRIT AEROSYSTEMS 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):	
<input checked="" type="checkbox"/>	No fee required.
<input type="checkbox"/>	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:
<input type="checkbox"/>	Fee paid previously with preliminary materials.
<input type="checkbox"/>	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  
Annual Meeting of Stockholders of Spirit AeroSystems Holdings, Inc., to Be Held on April 25, 2018**

**SPIRIT AEROSYSTEMS HOLDINGS, INC.**



SPIRIT AEROSYSTEMS HOLDINGS, INC.  
3801 S. OLIVER ST.  
WICHITA, KS 67210

**Meeting Information**

**Meeting Type:** Annual Meeting  
**For holders as of:** February 26, 2018  
**Date:** April 25, 2018 **Time:** 11:00 a.m. Eastern Time  
**Location:** Fairmont Washington, D.C.  
Dumbarton Room  
2401 M Street, NW  
Washington, D.C. 20037

You are receiving this communication because you hold shares in Spirit AeroSystems Holdings, Inc. This notice indicates that complete proxy materials for the 2018 Annual Meeting of Stockholders are available on the Internet. You may view the proxy materials online at [www.proxyvote.com](http://www.proxyvote.com), scan the QR Barcode on the reverse side, or easily request a paper copy (see reverse side).

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.

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:

NOTICE AND PROXY STATEMENT                      2017 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](http://www.proxyvote.com), or scan the QR Barcode below.

#### 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](http://www.proxyvote.com)
- 2) BY TELEPHONE: 1-800-579-1639
- 3) BY E-MAIL\*: [sendmaterial@proxyvote.com](mailto: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 April 11, 2018 to facilitate timely delivery.

# How To Vote

## Please Choose One of the Following Voting Methods



**SCAN TO  
VIEW MATERIALS & VOTE**



**Vote By Internet:** Go to [www.proxyvote.com](http://www.proxyvote.com) or from a smartphone, scan the QR Barcode above. Have the information that is printed in the box marked by the arrow → [XXXX XXXX XXXX XXXX] (located on the following page) 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.

**Vote In Person:** If you wish to vote in person, please bring this notice with you and refer to the meeting materials for requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.



## Voting Items

The Board of Directors recommends a vote **FOR** each of the nominees listed in Proposal 1:

1. Election of Directors:

**Nominees:**

- 1a. Charles Chadwell
- 1b. Irene M. Esteves
- 1c. Paul Fulchino
- 1d. Thomas C. Gentile, III
- 1e. Richard Gephardt
- 1f. Robert Johnson
- 1g. Ronald T. Kadish
- 1h. John Plueger
- 1i. Laura Wright

The Board of Directors recommends a vote **FOR** Proposal 2:

- 2. Approve on an advisory basis the compensation of the Company's named executive officers.

The Board of Directors recommends a vote **FOR** Proposal 3:

- 3. Ratify the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for 2018.

The Board of Directors recommends a vote **FOR** Proposal 4:

- 4. Approve the Board's proposal to lower the threshold of stockholders required to call a special meeting to 25%.

The Board of Directors recommends a vote **AGAINST** Proposal 5:

- 5. Vote **AGAINST** the stockholder proposal to lower the threshold of stockholders required to call a special meeting to 10%.



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