

JABIL CIRCUIT INC
Form DEFA14A
January 15, 2010

SCHEDULE 14A
INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A

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:

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

JABIL CIRCUIT, 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"/> x No fee required. |
| <input type="checkbox"/> o 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:

- o Fee paid previously with preliminary materials.
- o 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 No.:

(3) Filing Party:

(4) Date Filed:

Explanatory Note: Below is a form of email that Jabil Circuit, Inc. sent to certain of its larger stockholders on January 14, 2010.

January 14, 2010

SENT VIA EMAIL

Dear _____,

We are writing regarding [Investor Name]'s long-term investment in Jabil Circuit, Inc. Recently ISS recommended a vote against Mr. Morean, Jabil's Chairman, because he was a former CEO of the company and since September has sat on our Nominating and Corporate Governance Committee. I would like to share some thoughts regarding Jabil's position regarding Mr. Morean in hopes that you will be persuaded to vote in favor of retaining him as Chairman of the Jabil Circuit Board of Directors.

As our Chairman, we believe Mr. Morean's continued service is paramount to our sustained success.

Mr. Morean was appointed to the Nominating and Corporate Governance Committee to replace a departing director in September 2009.

The Jabil Board will consider whether to keep Mr. Morean on the Nominating and Corporate Governance Committee at our January 2010 Board of Directors meeting.

Jabil considers independence before making committee appointments. We consider the SEC and NYSE requirements *and* our internal standards, which are stricter.

Mr. Morean was **last our CEO, ten years ago** in 2000. This time period well exceeds both the SEC and NYSE three year cooling off periods.

Because the Company has changed so dramatically since the time he was CEO, we view Mr. Morean as an independent director.

For your reference:

	2000	2010
Revenue:	\$3.4 billion	\$11.7 billion
Employees:	19,000	85,000
Operations:	16 in 7 countries	55 in 22 countries

We ask that as a long-term Jabil shareholder, you will fairly weigh these facts before you cast your vote.

Thank you very much for your thoughtful consideration.

Beth Walters

Vice President, Communications & Investor Relations

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