

DICKS SPORTING GOODS INC  
Form DEFA14A  
April 24, 2014

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

SCHEDULE 14A INFORMATION  
Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934

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

**Dick's Sporting Goods, Inc.**

(Name of Registrant as Specified In Its Charter)

N/A

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

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x 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:

N/A

(2) Aggregate number of securities to which transaction applies:

N/A

(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):

N/A

(4) Proposed maximum aggregate value of transaction:

N/A

(5) Total fee paid:

N/A

.. 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:

N/A

(2) Form, Schedule or Registration Statement No.:

N/A

(3) Filing party:

N/A

(4) Date Filed:

N/A

**DICK S SPORTING GOODS, INC.**

**Important Notice Regarding the Availability of Proxy Materials for  
the Annual Meeting of Stockholders to be held on June 11, 2014.**

Hyatt Regency, 1111 Airport Blvd., Pittsburgh, PA 15231

**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.**

**The Proxy Statement and Annual Report to Stockholders are available at [www.allianceproxy.com/dcsg/2014](http://www.allianceproxy.com/dcsg/2014).**

**If you want to receive a paper or e-mail copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed below on or before June 3, 2014 to facilitate timely delivery.**

**Important information regarding the Internet availability of the Company's proxy materials, instructions for accessing your proxy materials and voting online and instructions for requesting paper or e-mail copies of your proxy materials are provided on the reverse side of this Notice.**

**STOCKHOLDERS ARE CORDIALLY INVITED TO ATTEND THE ANNUAL MEETING AND VOTE IN PERSON.**

To the Stockholders of DICK S SPORTING GOODS, INC.

**Notice is hereby given that the Annual Meeting of Stockholders of Dick s Sporting Goods, Inc. will be held on June 11, 2014 at 1:30 p.m. Local Time at the Hyatt Regency, 1111 Airport Blvd., Pittsburgh, PA 15231 for the following purposes:**

**Proposal 1-** Election of Class C Directors, each for terms that expire in 2017

Nominees for the Board of Directors are

01 Jacquelyn A. Fouse

02 Lawrence J. Schorr

03 Edward W. Stack

**Proposal 2-** Ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm

**Proposal 3-** Non-binding advisory vote to approve compensation of named executive officers

**Note:** In their discretion, the proxies are authorized to act on such other business as may properly come before the meeting or any postponement or any adjournment thereof.

The Securities and Exchange Commission rules permit us to make our proxy materials available to our stockholders via the Internet.

**Paper copies of materials for this annual meeting and future meetings may be requested by one of the following methods:**

To view your proxy materials online, go to [www.allianceproxy.com/dcsg/2014](http://www.allianceproxy.com/dcsg/2014). Have the 11 digit control number available when you access the website and follow the instructions.

**877-777-2857 TOLL FREE**

[requests@viewproxy.com](mailto:requests@viewproxy.com)

\* If requesting material by e-mail, please send a blank e-mail with the company name and your 11 digit control number (located below) in the subject line. No other requests, instructions or other inquiries should be included with your e-mail requesting material.

**You must use the 11 digit control number located in the box below.**

**CONTROL NO.**

**DICK S SPORTING GOODS, INC.**

345 Court Street

Coraopolis, PA 15108

The following proxy materials are available to you to review at: [www.allianceproxy.com/dcsg/2014](http://www.allianceproxy.com/dcsg/2014)

2013 Annual Report

Proxy Statement

If you require directions to the annual meeting, please call (724) 273-5338.

**ACCESSING YOUR PROXY MATERIALS ONLINE**

Have this notice available when you request a paper copy of the proxy materials or  
to vote your proxy electronically.

You must reference your control number to vote by Internet or request hard copy.

**You May Vote Your Proxy When You View The Material On The Internet.**

**You Will Be Asked To Follow The Prompts To Vote Your Shares.**

Your electronic vote authorizes the named proxies to vote your shares in the same manner  
as if you marked, signed, dated and returned the proxy card.

**Holders of shares under the Dick s Sporting Goods, Inc. ESPP or Stock and Incentive Plans must vote no later  
than 11:59 P.M. Eastern Daylight Savings Time on June 8, 2014**

**REQUESTING A PAPER COPY OF THE PROXY MATERIALS**

By telephone please call 1-877-777-2857

or

By logging onto <http://www.allianceproxy.com/dcsg/2014>

or

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By email at: [requests@viewproxy.com](mailto:requests@viewproxy.com)

Please include the company name and your control number in the subject line.