

CBL & ASSOCIATES PROPERTIES INC  
Form DEFA14A  
March 22, 2019

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 Under § 240.14a-12

CBL & ASSOCIATES PROPERTIES, 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):

No fee required

Fee computed on table below per Exchange Act Rules 14(a)-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 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  
Stockholder Meeting to Be Held on May 9, 2019

---

CBL & ASSOCIATES PROPERTIES, INC.

Meeting Information

Meeting Type: Annual Meeting

For holders as of: March 15, 2019

Date: May 9, 2019

Location: Embassy Suites

2321 Lifestyle Way

Chattanooga, TN

Time: 4:00 PM  
EST

CBL & ASSOCIATES PROPERTIES, INC.  
2030 HAMILTON PLACE BLVD, SUITE 500  
CHATTANOOGA, TN 37421-6000

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

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](http://www.proxyvote.com),  
scan the QR Barcode on the reverse side, or easily  
request a paper copy (see reverse side).

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

ANNUAL REPORT

STATEMENT

How to View Online:

Have the information that is printed in xxxx xxxx xxxx xxxx (located on the following page)

the box marked by the arrow à

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 à

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 25, 2019 to facilitate timely delivery.

## How To Vote

Please Choose One of the Following Voting Methods

**Vote In Person:** Many stockholder 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:** 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 (located on the following page) available and follow the à 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:

To re-elect seven directors to serve for one year and  
1. until their respective successors have been duly elected and qualified.

Nominees

01)

-

Charles John D. Griffith  
B.

Lebovitz

02)

-

Stephen Richard J. Lieb  
D.

Lebovitz

03)

-

A. 07) - Kathleen M. Nelson

Larry

Chapman

04)

-

Matthew

S.

Dominski

The Board of Directors recommends you vote FOR proposals 2 and 3.

2. To ratify the selection of Deloitte & Touche, LLP as the independent registered public accountants for the

Company's fiscal year ending  
December 31, 2019.

An advisory vote on the  
3. approval of executive  
compensation.

NOTE: Such other business as  
may properly come before the  
meeting or any adjournment  
thereof.