

HP INC  
Form DEFA14A  
February 26, 2019

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:

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

**HP 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 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:  
Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which
- (3) 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 April 23, 2019.**

**HP INC.**

HP INC.  
1501 PAGE MILL ROAD  
PALO ALTO, CA 94304

**Meeting Information**

**Meeting Type:** Annual Meeting  
**For holders as of:** February 22, 2019  
**Date:** April 23, 2019 **Time:** 2:00 PM Pacific Time  
**Location:** Meeting live via the Internet-please visit [HP.onlineshareholdermeeting.com](http://HP.onlineshareholdermeeting.com)

HP Inc. will be hosting the meeting live via the Internet this year. To attend the meeting via the Internet please visit [HP.onlineshareholdermeeting.com](http://HP.onlineshareholdermeeting.com) and be sure to have the information that is printed in the box marked by the arrow XXXX XXXX XXXX XXXX (located on the following page).

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/HP](http://www.proxyvote.com/HP) 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.

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## Before You Vote

### How to Access the Proxy Materials

#### Proxy Materials Available to VIEW or RECEIVE:

2019 NOTICE AND PROXY STATEMENT AND 2018 ANNUAL REPORT WITH FORM 10-K

#### 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/HP](http://www.proxyvote.com/HP).

#### 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/HP](http://www.proxyvote.com/HP)
- 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 9, 2019 to facilitate timely delivery.

## How To Vote

### Please Choose One of the Following Voting Methods

#### Vote By Internet:

##### *Before The Meeting:*

Go to [www.proxyvote.com/HP](http://www.proxyvote.com/HP). 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.

##### *During The Meeting:*

Go to [HP.onlineshareholdermeeting.com](http://HP.onlineshareholdermeeting.com). 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.

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**Voting Items**  
**Management Proposals**

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

1. To elect the 11 director nominees named in the proxy statement

**Nominees:**

- 1a. Aida M. Alvarez
- 1b. Shumeet Banerji
- 1c. Robert R. Bennett
- 1d. Charles V. Bergh
- 1e. Stacy Brown-Philpot
- 1f. Stephanie A. Burns
- 1g. Mary Anne Citrino
- 1h. Yoky Matsuoka
- 1i. Stacey Mobley
- 1j. Subra Suresh
- 1k. Dion J. Weisler

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

- 2. To ratify the appointment of the independent registered public accounting firm for the fiscal year ending October 31, 2019
- 3. To approve, on an advisory basis, HP Inc.'s executive compensation

**Stockholder Proposal**

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

- 4. Stockholder proposal to require HP Inc. to amend its governance documents to require an independent Chairman of the Board if properly presented at the annual meeting

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

