

Edgar Filing: AFLAC INC - Form DEFA14A

AFLAC INC
Form DEFA14A
March 18, 2010

SCHEDULE 14A

(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

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 Soliciting Material Under Rule 14a-12
- Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials

AFLAC INCORPORATED

(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)(4) 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.:

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3) Filing Party:

4) Date Filed:

***** Exercise Your Right to Vote *****
IMPORTANT NOTICE Regarding the Availability of Proxy Materials

AFLAC INCORPORATED
WORLDWIDE HEADQUARTERS
1932 WYNNTON ROAD
COLUMBUS, GA 31999

Meeting Information

Meeting Type: Annual

For holders as of: February 24, 2010

Date: May 3, 2010 Time: 10:00 AM

Location:

The Columbus Museum
in the Patrick Theatre
1251 Wynnton Road
Columbus, Georgia 31906

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

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 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 STATEMENT ANNUAL REPORT

How to View Online:

Have the 12-Digit Control Number available (located on the following page) and visit: www.proxyvote.com.

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 |
| 2) BY TELEPHONE: | 1-800-579-1639 |
| 3) BY E-MAIL*: | sendmaterial@proxyvote.com |

* If requesting materials by e-mail, please send a blank e-mail with the 12-Digit Control Number (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 19, 2010 to facilitate timely delivery.

— How To Vote —
Please Choose One of the Following Voting Methods

Vote In Person: Many shareholder 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: To vote now by Internet, go to www.proxyvote.com. Have the 12 Digit Control Number 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

THE BOARD OF DIRECTORS RECOMMENDS A VOTE
"FOR" ALL DIRECTOR NOMINEES IN PROPOSAL 1
AND "FOR" PROPOSALS 2 AND 3

The following proposals are being submitted to the
Shareholders:

1. Election of 16 Directors of the
Company.

Nominees:

1a Daniel P. Amos

1b John Shelby Amos II

1c Paul S. Amos II

1d Michael H. Armacost

1e Kriss Cloninger III

1f Joe Frank Harris

1g Elizabeth J. Hudson

1h Douglas W. Johnson

1i Robert B. Johnson

1j Charles B. Knapp

1k E. Stephen Purdom, M.D.

1l Barbara K. Rimer, Dr. PH

1m Marvin R. Schuster

1n David Gary Thompson

1o Robert L. Wright

1p Takuro Yoshida

2. To consider and approve the following
advisory (non-binding) proposal:

"Resolved, that the shareholders
approve the overall executive
pay-for-performance compensation
policies and procedures employed by the
Company, as described in the
Compensation Discussion and Analysis
and the tabular disclosure regarding
named executive officer compensation in
this Proxy Statement."

3. Ratification of appointment of KPMG
LLP as independent registered public
accounting firm of the Company for the
year ending December 31, 2010.

