

ORASURE TECHNOLOGIES INC  
Form DEFA14A  
April 01, 2009

**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

**OraSure Technologies, 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:

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

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(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):

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(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

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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:

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

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(3) Filing Party:

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(4) Date Filed:

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**OraSure Technologies, Inc.**

**220 East First Street, Bethlehem, Pennsylvania 18015**

**Important Notice Regarding the Availability of Proxy Materials for the Stockholders Meeting to Be Held on**

**Tuesday, May 12, 2009**

**The Proxy Statement, Annual Report and other proxy materials are available at:**

*<http://bnymellon.mobular.net/bnymellon/osur>*

**OraSure Technologies, Inc.**

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*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.*

*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 May 5, 2009 to facilitate timely delivery.*

Dear OraSure Technologies, Inc. Stockholder:

The 2009 Annual Meeting of Stockholders of OraSure Technologies, Inc. (the Company) will be held at the Historic Hotel Bethlehem, 437 Main Street, Bethlehem, Pennsylvania 18018, on Tuesday, May 12, 2009, at 10:00 a.m. (local time).

Proposals to be considered at the Annual Meeting:

- (1) to elect three Class III Directors to serve until the 2012 Annual Meeting of Stockholders of the Company;
- (2) to ratify the appointment of KPMG, LLP as the Company's independent registered public accounting firm for 2009;
- (3) to vote on a stockholder proposal to modify the Company's Management Incentive Plan; and

- (4) to consider and act upon any other business that may properly come before the meeting or any adjournment(s) thereof.  
**The Board of Directors recommends a vote FOR Items 1 and 2.**

**The Board of Directors recommends a vote AGAINST Item 3.**

The Board of Directors has fixed the close of business on March 23, 2009 as the record date (the Record Date ) for the determination of stockholders entitled to receive notice of and to vote at the Annual Meeting or any adjournment(s) thereof.

**CONTROL NUMBER**

**You may vote your proxy**

**when you view the materials on the Internet.**

**CONTROL NUMBER**

**You will be asked to enter this 11-digit control number**

**RESTRICTED AREA**

3 x 3/4

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46284

2 3/4 x 1 1/2

Stockholders of record as of the Record Date are encouraged and cordially invited to attend the Annual Meeting. Directions to attend the Annual Meeting where you may vote in person can be found on our website, [www.orasure.com](http://www.orasure.com).

**Meeting Location:**

Historic Hotel Bethlehem

437 Main Street

Bethlehem, Pennsylvania 18018

**The following Proxy Materials are available for you to review online:**

the Company's 2009 Proxy Statement (including all attachments thereto);  
the Proxy Card;  
the Company's Annual Report for the year ended December 31, 2008 (which is not deemed to be part of the official proxy soliciting materials); and  
any amendments to the foregoing materials that are required to be furnished to stockholders.

**To request a paper copy of the Proxy Materials, (you must reference your 11 digit control number):**

Telephone: **1-888-313-0164** (outside of the U.S and Canada call 201-680-6688)

Email: **[shrrelations@bnymellon.com](mailto:shrrelations@bnymellon.com)**

Internet: **<http://bnymellon.mobular.net/bnymellon/osur>**

**ACCESSING YOUR PROXY MATERIALS ONLINE**

**YOU MUST REFERENCE YOUR 11-DIGIT CONTROL NUMBER WHEN YOU REQUEST**

**A PAPER COPY OF THE PROXY MATERIALS OR TO VOTE YOUR PROXY ELECTRONICALLY.**

**The Proxy Materials for OraSure Technologies, Inc. are available to review at:**

**<http://bnymellon.mobular.net/bnymellon/osur>**

HAVE THIS NOTICE AVAILABLE WHEN YOU REQUEST A PAPER COPY OF THE PROXY MATERIALS,  
WHEN YOU WANT TO VIEW YOUR PROXY MATERIALS ONLINE  
OR WHEN YOU WANT TO VOTE YOUR PROXY ELECTRONICALLY.

## **VOTE BY INTERNET**

Use the Internet to vote your shares. Have this card in hand when you access the above web site.

On the top right hand side of the website click on **Vote Now** to  
access the electronic proxy card and vote your shares.