

CAPITAL CITY BANK GROUP INC  
Form DEFA14A  
March 06, 2015

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**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**

Filed by the Registrant  x  
Filed by a Party other than the Registrant  o

Check the appropriate box:

- o Preliminary Proxy Statement
- o **Confidential, For Use of the Commission Only (as permitted by Rule 14A-6(E)(2))**
- o Definitive Proxy Statement
- x Definitive Additional Materials
- o Soliciting Material Pursuant to § 240-14a-12

**CAPITAL CITY BANK GROUP, INC.**

(Exact 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:  
\_\_\_\_\_

(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 and 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  
Shareholder Meeting to Be Held on April 28, 2015**

**Meeting Information**

**Meeting Type:** Annual Meeting

**For holders as of:** February 27, 2015

***CAPITAL CITY  
BANK GROUP, INC.***

**Date:** April 28, 2015      **Time:** 10:00 AM EDT

**Location:** Augustus B. Turnbull III  
Florida State Conference Ctr  
555 W. Pensacola Street  
Tallahassee, Florida 32301

***CAPITAL CITY  
BANK GROUP, INC.***

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

***217 NORTH  
MONROE STREET  
  
TALLAHASSEE, FL  
32301***

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) or easily request a paper copy (see reverse side).

***ATTN: J.  
KIMBROUGH DAVIS***

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:**

1. Notice and Proxy Statement
2. Form 10-K

**How to View Online:**

Have the information that is printed in the box marked by the arrow (located on the following page) and visit: [www.proxyvote.com](http://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](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 (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 14, 2015 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](http://www.proxyvote.com). Have the information that is printed in the box marked by the arrow 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.

**Voting items**

**The Board of  
Directors**

**recommends you vote**

**FOR the following:**

**1.** Election of  
Directors

**Nominees**

01 Frederick Carroll,  
III      02 John K.  
Humphress      03  
Henry Lewis III

**The Board of  
Directors**

**recommends you vote**

**FOR the following**

**proposal:**

**2.** To ratify the  
expected appointment  
of Ernst & Young LLP  
as auditors of the  
Company for fiscal  
year ending December  
31, 2015.

**NOTE:** In their sole  
discretion, the proxies  
may approve such  
other business as may  
properly come before  
the meeting or any  
adjournment and/or  
postponements of the  
meeting. THIS  
PROXY WILL BE  
VOTED AS  
DIRECTED, BUT IF  
NO DIRECTIONS  
ARE GIVEN ON THE  
PROXY, THE  
SHARES  
REPRESENTED BY  
THE PROXY WILL

BE VOTED "FOR"  
PROPOSALS 1 AND  
2, AND AS  
DETERMINED BY  
THE PROXIES ON  
ANY OTHER  
MATTER THAT  
MAY PROPERLY BE  
BROUGHT AT THE  
MEETING. THE  
UNDERSIGNED  
SHAREOWNER(S)  
HEREBY  
ACKNOWLEDGE(S)  
RECEIPT OF THE  
NOTICE OF  
ANNUAL MEETING  
AND PROXY  
STATEMENT.

