

MANNATECH INC  
Form DEFA14A  
April 20, 2016

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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	
Definitive Proxy Statement	Confidential, for Use of the Commission Only (as
Definitive Additional Materials	permitted by Rule 14a-6(e)(2))
Soliciting Material Pursuant to §240.14a-12	

Mannatech, 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.

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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:

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\*\*\* Exercise Your Right to Vote \*\*\* Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to Be Held on June 02, 2016 MANNATECH, INCORPORATED Meeting Information Meeting Type: Annual Meeting For holders as of: April 11, 2016 Date: June 02, 2016 Time: 9:00 AM CDT Location: Grapevine Convention Center 1209 S. Main St. Grapevine, TX 76051 600 S. ROYAL LANE SUITE 200 You are receiving this communication because you hold shares in the above named company. COPPELL, TX 75019 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). 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.

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-- Before You Vote -- How to Access the Proxy Materials      Proxy Materials Available to VIEW or RECEIVE:  
1. Proxy Statement   2. Annual Report   How to View Online:   Have the information that is printed in the box  
marked by the arrow è XXXX XXXX XXXX XXXX (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 è 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 May 19, 2016 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 è XXXX XXXX XXXX XXXX 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 you vote FOR the following: 1. Election of Directors  
Nominees      01 J. Stanley Fredrick      02 Eric W. Schrier      The Board of Directors recommends you vote FOR  
proposals 2. and 3..      2. To ratify the appointment of BDO USA, LLP as our independent registered public  
accounting firm, for the year ending December 31, 2016.      3. To approve on an advisory basis executive  
compensation ("Say-on-Pay").      NOTE: The shares represented by this proxy, when properly executed, will be  
voted in the manner directed herein by the undersigned Shareholder(s). If no direction is made, this proxy will be  
voted FOR proposals 1, 2 and 3. If any other matters properly come before the meeting, or if cumulative voting is  
required, the person named in this proxy will vote in his discretion.

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