

INFORMATION ANALYSIS INC
Form DEFA14A
April 26, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

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

INFORMATION ANALYSIS 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:
- (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.:
- (3) Filing Party:
- (4) Date Filed:

CONTROL ID:

REQUEST ID:

IMPORTANT NOTICE
REGARDING THE
AVAILABILITY OF PROXY
MATERIALS

for the Annual Meeting of
Stockholders

DATE: JUNE 9,
2017

TIME: 10:00
a.m. Eastern
time
Information
Analysis
incorporated,
11240

LOCATION: Waples Mill
Road, Suite
201 Fairfax,
Virginia
22030

This is not a ballot. You cannot use this notice to vote your shares. This communication represents a notice to access a more complete set of proxy materials 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.

The proxy statement is available at:
<https://www.iproxydirect.com/IAIC>

If you want to receive a paper copy of the proxy materials you must request one. There is no charge to you for requesting a copy. To facilitate timely delivery please make the request, as instructed

above, before May 19, 2017.

You may vote your shares in person by attending the Annual Meeting. Directions to the Annual Meeting are included in the Proxy Statement.

you may enter your voting instructions at <https://www.iproxydirect.com/IAIC> until 11:59 pm eastern time June 8, 2017.

The purposes of this meeting are as follows:

1. To elect six directors to serve until the next Annual Meeting of Shareholders and until their successors are elected and qualified;
1. 2. An advisory vote to approve the Company's executive compensation for Named Executive Officers;
3. To ratify the appointment of CohnReznick LLP, an independent registered public accounting firm, as the Company's independent registered public accountants for the fiscal year ending December 31, 2017; and
4. To consider any other business that is properly presented at the meeting.

Pursuant to Securities and Exchange Commission rules, you are receiving this Notice that the proxy materials for the Annual Meeting are available on the Internet. Follow the instructions above to view the materials

and vote or
request
printed copies.

The board of
directors has
fixed the close
of business on
April 20, 2017
as the record
date for the
determination
of
stockholders
entitled to
receive notice
of the Annual
Meeting and
to vote the
shares of our
common
stock, par
value \$0.01
per share, they
held on that
date at the
meeting or
any
postponement
or
adjournment
of the
meeting.

The Board of
Directors
recommends
that you vote
for all
proposals
above

Please note –
This is not a
Proxy Card -
you cannot

vote by
returning this
card

Information Analysis Incorporated
SHAREHOLDER SERVICES
500 Perimeter Park Drive Suite D
Morrisville NC 27560

TIME SENSITIVE SHAREHOLDER INFORMATION ENCLOSED

IMPORTANT SHAREHOLDER INFORMATION

YOUR VOTE IS IMPORTANT