

Accenture plc
Form DEFA14A
January 11, 2013

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

Accenture plc

(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.

Title of each class of securities to which transaction applies:

(1)

Aggregate number of securities to which transaction applies:

(2)

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):

(3)

Proposed maximum aggregate value of transaction:

(4)

Total fee paid:

(5)

☐ 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.

Amount Previously Paid:

(1)

Form, Schedule or Registration Statement No.:

(2)

Filing Party:

(3)

Date Filed:

(4)

Beginning on January 11, 2013, Accenture plc sent the following email to certain shareholders of the company.

Dear [Shareholder]:

I hope you enjoyed a relaxing holiday season.

By now you should have received the proxy statement for Accenture's upcoming annual general meeting, which will be held on February 6, 2013. Further to our discussion regarding Accenture's equity compensation, we would like to highlight the proposal to amend our share incentive plan. As you know, equity is a fundamental part of our compensation philosophy and we strongly believe that offering incentives in the form of equity awards is critical to our ability to align the interests of our executives with those of our shareholders. Further, we expect to continue allocating capital for share repurchases to more than offset any dilution from equity plans annually. For these reasons (among others), our Board recommends that shareholders vote "for" this proposal, and we would like your support. For your convenience, I have attached Accenture's proxy statement as well as the presentation used in our previous discussion.

We are interested in continuing our dialogue and are available to set up a follow-on call at your convenience prior to the annual meeting. Please let us know the best way to set that up.

Regards,

[Sender]