

NAVISITE INC  
Form DEFA14A  
November 01, 2010

**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 under Rule 14a-12

**NaviSite, 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:
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NNNNNNNNNNNN C 1234567890 IMPORTANT ANNUAL MEETING INFORMATION 000004  
NNNNNN ENDORSEMENT\_LINE SACKPACK NNNNNNNNN MR A SAMPLE DESIGNATION  
(IF ANY) ADD 1 ADD 2 ADD 3 ADD 4 ADD 5 ADD 6 Stockholder Meeting Notice 1234 5678 9012  
345 Important Notice Regarding the Availability of Proxy Materials for the NaviSite, Inc. Stockholder  
Meeting to be Held on December 14, 2010 Under new Securities and Exchange Commission rules, you  
are receiving this notice that the proxy materials for the annual stockholders meeting are available on the  
Internet. Follow the instructions below to view the materials and vote online or request a copy. The items  
to be voted on and location of the annual meeting are on the reverse side. Your vote is important! 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. The 10K/Proxy Statement Combo is available at:  
www.investorvote.com/NAVI When you go online to view materials, you can also vote your shares. 3  
Step 1: Easy Online Access A Convenient Way to View Proxy Materials and Vote Go to  
www.investorvote.com/NAVI. Step 2: Click the View button(s) to access the proxy materials. Step 3:  
Return to the investorvote.com window and follow the instructions on the screen to log in. Step 4: Make  
your selection as instructed on each screen to select delivery preferences and vote. When you go online,  
you can also help the environment by consenting to receive electronic delivery of future materials.  
Obtaining a Copy of the Proxy Materials 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 on the reverse side on or before December 3, 2010 to facilitate timely  
delivery. C O Y +

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Stockholder Meeting Notice NaviSite, Inc.'s Annual Meeting of Stockholders will be held on December 14, 2010 at The Westin Boston Waterfront at 425 Summer Street, Boston, MA 02210, at 9:00 a.m. Eastern Time. Proposals to be voted on at the meeting are listed below along with the Board of Directors recommendations. The Board of Directors recommends that you vote FOR the following proposals: 1. Election of Directors: 01 Andrew Ruhan, 02 Arthur P. Becker, 03 James Dennedy, 04 Larry Schwartz, and 05 Thomas R. Evans. 2. Ratification of the appointment of KPMG LLP as independent registered public accounting firm for the fiscal year ending July 31, 2011. **IN THEIR DISCRETION, THE PROXIES ARE AUTHORIZED TO VOTE UPON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE ANNUAL MEETING AND ANY ADJOURNMENT THEREOF. PLEASE NOTE YOU CANNOT VOTE BY RETURNING THIS NOTICE.** To vote your shares you must vote online or request a paper copy of the proxy materials to receive a proxy card. If you wish to attend and vote at the meeting, please bring this notice with you. Here's how to order a copy of the proxy materials and select a future delivery preference: Paper copies: Current and future paper delivery requests can be submitted via the telephone, Internet or email options below. Email copies: Current and future email delivery requests must be submitted via the Internet following the instructions below. If you request an email copy of current materials you will receive an email with a link to the materials. **PLEASE NOTE: You must use the number in the shaded bar on the reverse side when requesting a set of proxy materials.**

3 Internet Go to [www.investorvote.com/NAVI](http://www.investorvote.com/NAVI). Follow the instructions to log in and order a paper or email copy of the current meeting materials and submit your preference for email or paper delivery of future meeting materials. 3 Telephone Call us free of charge at 1-866-641-4276 using a touch-tone phone and follow the instructions to log in and order a paper copy of the materials by mail for the current meeting. You can also submit a preference to receive a paper copy for future meetings. 3 Email Send email to [investorvote@computershare.com](mailto:investorvote@computershare.com) with Proxy Materials NaviSite, Inc. in the subject line. Include in the message your full name and address, plus the number located in the shaded bar on the reverse, and state in the email that you want a paper copy of current meeting materials. You can also state your preference to receive a paper copy for future meetings. To facilitate timely delivery, all requests for a paper copy of the proxy materials must be received by December 3, 2010.