

ECOLOGY & ENVIRONMENT INC
Form DEFA14A
April 03, 2017

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

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 §240.14a-12

ECOLOGY AND ENVIRONMENT, 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:

On April 3, 2017, Ecology and Environment, Inc. issued a press release, a copy of which is provided below. The press release includes a link to a Letter to Shareholders issued by the Company on the same date. This Letter to Shareholders can also be found in the Definitive Additional Materials on Schedule 14A filed by the Company with the Securities and Exchange Commission on April 3, 2017.

ECOLOGY AND ENVIRONMENT, INC. SENDS LETTER TO SHAREHOLDERS

E & E Outlines Deep Experience and Extensive Qualifications of Its Two Class A Director Nominees

E & E Sets the Record Straight Regarding MRC's Misleading Statements

Urges Shareholders to Vote FOR the Election of E & E's Highly Qualified Class A Director Nominees

LANCASTER, NY, April 3, 2017 Ecology and Environment, Inc. (NASDAQ: EEI) (E & E or the Company) today announced that the Company's Board of Directors (the Board) is sending a letter to shareholders in connection with the Company's 2017 Annual Meeting of Shareholders (Annual Meeting), which will be held at 9:00 a.m., Eastern Daylight Savings Time, on Thursday, April 20, 2017.

In this letter, the Board highlights the extensive qualifications and highly relevant experience of its two Class A director nominees, Michael S. Betrus and Robert J. Untracht. E & E also presents a series of facts that demonstrate that Mill Road Capital is providing misleading information in its communications to E & E shareholders. The Board urges shareholders to vote FOR the Company's highly qualified nominees, by signing, dating and returning the WHITE proxy card. A link to the letter can be found below:

E & E's Letter to Shareholders

About Ecology and Environment, Inc.

Ecology and Environment, Inc. (E & E or the Company) is a global network of innovators and problem solvers, dedicated professionals and industry leaders in scientific, engineering, and planning disciplines working collaboratively with clients to develop technically sound, science-based solutions to the leading environmental challenges of our time. We have worked with clients on thousands of projects in more than 120 countries, including some of the most complex, high-profile projects in the world.

For projects across a broad range of market sectors, we bring a proactive, collaborative approach and a comprehensive understanding of both the natural and regulatory environment. We establish trust and credibility with every relationship we build and every project we complete. We work with integrity and invest in truly understanding our clients, their challenges, their opportunities, and their business objectives. In doing so, we are able to transcend the traditional client-consultant relationship and act as valued strategic advisors, providing clients with a clear line of sight to their goals.

Our U.S. offices are headquartered and incorporated in New York State. We are listed on the NASDAQ Stock Exchange (NASDAQ) under the ticker symbol EEI.