Accenture plc Form DEFA14A January 12, 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

Filed by the Registrant b

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
- b Definitive Additional Materials
- Soliciting Material under §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):

b No fee required.

### Edgar Filing: Accenture plc - Form DEFA14A

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 the transaction applies:
- (2) Aggregate number of securities to which the transaction applies:
- (3) Per unit price or other underlying value of the 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 the 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 January 12, 2010, the following message was sent from the Office of the Company Secretary at Accenture plc to employees who hold Accenture equity and, separately, to former partners and senior executives who hold Accenture equity regarding voting their shares in advance of the 2010 Annual General Meeting of Shareholders.

As an Accenture shareholder, you are entitled to vote your shares on several important matters in advance of the 2010 Annual General Meeting of Shareholders on Thursday, February 4. You should already have received proxy materials and detailed voting instructions.

PLEASE NOTE: If you hold shares at more than one institution (for example, UBS and Morgan Stanley Smith Barney), <u>you must vote</u> <u>the shares you hold at each institution independently to ensure that you vote</u> <u>all of your shares</u>. For your convenience, below is a summary of the different voting instructions you may have received.

All of the proposals for vote are important to Accenture, including two proposals that will enable Accenture to continue to offer equity programs to employees. Details on these two proposals are below. Bill Green, in his role as our chairman, and the other members of Accenture s board of directors recommend you vote FOR all of the proposals.

#### **Voting Your Shares**

You should have received proxy materials and voting instructions within the past three weeks. For your convenience, the table below provides detailed information about when you should have received this information and from whom, depending on where you hold your shares.

**Please note:** You will need to reference the original instructions you received, as they contain specific control numbers and directions for voting your shares. If you received e-mails from multiple sources about voting your shares, that is an indication that you must vote the shares you hold at each institution independently to ensure that you vote *all* of your shares.

You do not need to attend the Annual Meeting to vote your shares, and you can submit your proxy by mail, telephone or the Internet. Your vote is important, no matter how many shares you own.

#### **Proposals for Vote**

Bill Green, in his role as our chairman, and the other members of Accenture s board of directors are asking for your vote on a number of proposals, all of which are described in the proxy statement included with your proxy materials. Among these are two proposals that authorize Accenture to continue to offer equity programs to employees. Accenture s share plans, which must be approved by shareholders, were last approved in 2001 for a 10-year period and thus are set to expire in 2011. You are being asked to vote on the approval of:

The Share Incentive Plan, under which the company offers equity grants in recognition of high performance or career milestones, as well as matching grants under the Voluntary Equity Investment Program for senior executives.

The Employee Share Purchase Plan, under which the company offers shares to employees at a discount. These plans are essential to ensuring that Accenture can continue to offer its employees a competitive set of total rewards that is aligned with the long-term interests of shareholders. Additionally, Accenture s share plans foster an ownership culture and are a critical tool for driving shareholder value and for recruiting, retaining and motivating our people.

If the proposals are not approved, Accenture will not be able to offer its equity programs beginning in 2011.

#### **Questions?**

If you have questions about your equity holdings, please contact <u>Global Equity Services</u>. If you have questions about voting, please contact the <u>Office of the Company Secretary</u>.

#### **Summary of Voting Instructions**

The table below provides detailed information about when you should have received voting instructions and from whom, as well as contact information and voting deadlines.

## Edgar Filing: Accenture plc - Form DEFA14A

Broadly speaking, you will need to complete three steps to vote the shares you hold at each institution:

**Step 1:** Find your original notification(s) if you hold more than one type of share and/or hold shares at multiple locations, you will have received more than one original notification.

Step 2: Locate your individual control number(s)

Step 3: Vote your shares via mail, telephone or the Internet

**Please note:** If you own Accenture shares that are held at an institution other than those used for the company s equity programs (UBS and Morgan Stanley Smith Barney) or Computershare (formerly National City Bank), you must follow instructions provided to you directly by those institutions.

To add a remind	er to your calendar, la Your shares are	aunch the file, adjust the due date ar Original	d time as appropriate; then click Save and Close. If you can t find Calendar		
If you own	held at	Notification	your original	Deadline	File
			notification		
Shares acquired	Morgan Stanley Smith Barney	An e-mail titled Accenture plc	Send an e-mail to info@innisfreema.com	January 31 for	Attached
through the		Shareholder Meeting - Your	or call:	mailed votes;	
Employee		Proxy Materials sent from	Inside the US:	February 1 at	
Share Purchase		Accenture plc - Office of	+1 877 717 3922	6 a.m. Eastern	
Plan		the Company Secretary during	Outside the US:	Time for	
		the week of December 21	+1 412 232 3651	Internet or	
		(or by postal mail as applicable).	(You may call collect)	phone votes	
Shares acquired	UBS	An e-mail titled ACCENTURE	Call UBS:	February 3 for	Attached
through the		PLC Annual Meeting sent from	Inside the US:	mail, Internet	
Voluntary		UBS during the week of	+1 866 747 7526	and phone	
Equity		January 4 (or by postal mail as	Outside the US:	votes	
Investment Plan		applicable).	+1 201 272 7563		
or through RSU releases					
Accenture	UBS	An e-mail titled ACCENTURE	Call UBS:	February 3 for	Attached
Class A		PLC Annual Meeting sent from	Inside the US:	mail, Internet	
Founder shares		UBS during the week of	+1 866 747 7526	and phone	
		January 4 (or by postal mail as	Outside the US:	votes	
		applicable).	+1 201 272 7563		

## Edgar Filing: Accenture plc - Form DEFA14A

Accenture	Computershare	An e-mail titled Accenture plc	Send an e-mail to info@innisfreema.com	February 3 for Attached
Class X shares	(formerly National	Shareholder Meeting - Your	or call:	mailed votes;
(Accenture	City Bank)	Proxy Materials sent from	Inside the US:	February 4 at
SCA Shares)		Accenture plc - Office of	+1 877 717 3922	6 a.m. Eastern Time for
		the Company Secretary during	Outside the US:	
		the week of December 21	+1 412 232 3651 (You may call collect)	Internet or phone votes
		(or by postal mail as applicable).		1