

Intrawest Resorts Holdings, Inc.
Form DEFA14A
October 28, 2015

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 Pursuant to Section 240.14a-11 (c) or Section 240.14a-12

INTRAWEST RESORTS HOLDINGS, 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:

***** Exercise Your *Right* to Vote *****

**Important Notice Regarding the Availability of Proxy Materials for the
Stockholder Meeting to Be Held on December 9, 2015.**

INTRAWEST RESORTS HOLDINGS, INC.

Meeting Information

Meeting

Type: Annual Meeting

**For
holders as
of:** October 14, 2015

Date: December 9,
2015 **Time:** 10:00 a.m.
Mountain Time

Location: The Crawford
Hotel
1600 Seventeenth
Street
Denver, Colorado
80202

*INTRAWEST RESORTS HOLDINGS, INC.
1621 18TH STREET
SUITE 300
DENVER, CO 80202*

You are receiving this
communication because you
hold shares in the company
named above.

This is not a ballot. You
cannot use this notice to vote
these shares. This
communication presents only
an overview of the more
complete proxy materials
that are available to you on
the Internet. You may view
the proxy materials online at
www.proxyvote.com or easily
request a paper copy (see
reverse side).

We encourage you to access
and review all of the
important information
contained in the proxy
materials before voting.

**See the reverse side of this
notice to obtain proxy
materials and voting
instructions.**

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Before You Vote

How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

NOTICE
OF MEETING PROXY
STATEMENT PROXY CARD

How to View Online:

Have the information that is printed in the box marked by the arrow XXXX XXXX XXXX XXXX (located on the following page) and visit: www.proxyvote.com.

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) *BY INTERNET*: www.proxyvote.com
- 2) *BY TELEPHONE*: 1-800-579-1639
- 3) *BY E-MAIL**: sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow
XXXX XXXX XXXX XXXX (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before November 25, 2015 to facilitate timely delivery.

How To Vote

Please Choose One of the Following Voting Methods

Vote In Person: Many stockholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

Vote By Internet: To vote now by Internet, go to www.proxyvote.com. Have the information that is printed in the box marked by the arrow

XXXX XXXX XXXX XXXX (located on the following page) available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

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Voting Items

**THE BOARD OF
DIRECTORS
RECOMMENDS A
VOTE “FOR” THE
ELECTION OF
DIRECTORS AND
“FOR” PROPOSAL 2.**

1. To elect Richard Georgi and Thomas Marano as Class II directors to serve until the 2018 Annual Meeting of Stockholders.

NOMINEES:

- 01) Richard Georgi
- 02) Thomas Marano

2. To ratify the appointment of KPMG LLP as our independent registered public accounting firm for the fiscal year ending June 30, 2016.

3. To transact such other business that may properly come before the Annual meeting or any adjournment or postponement thereof.

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