

CARBO CERAMICS INC
Form DEFA14A
May 03, 2012

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

CARBO CERAMICS 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:

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- 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:

SUPPLEMENT TO 2012 PROXY STATEMENT

The purpose of this communication is to correct certain information set forth in the Proxy Statement for the 2012 Annual Meeting of Stockholders (the Proxy Statement) of CARBO Ceramics Inc. (the Company).

The Proxy Statement stated on page 2 that Proposal No. 3 (Amendment to the Company s Amended and Restated Certificate of Incorporation to Increase Authorized Shares of Common Stock) would be treated as a non-routine matter under the rules of the New York Stock Exchange (NYSE) and that brokerage firms that have not received voting instructions from their clients on this matter may not vote on this Proposal.

The NYSE has informed the Company that Proposal No. 3 will be treated as a routine matter under NYSE rules. Accordingly, brokerage firms may vote shares as to which their customers have not provided instructions with respect to Proposal No. 3.

Except as supplemented hereby, all information set forth in the Proxy Statement remains unchanged.