

Qumu Corp
Form DEFA14A
April 19, 2019
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 x

Filed by a Party other than the Registrant o

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

Qumu Corporation
(Name of Registrant as Specified In Its Charter)

N/A
(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:

Qumu Corporation
510 1st Avenue North, Suite 305
Minneapolis, Minnesota 55403
(612) 638-9100

Supplemental Proxy Materials For
Annual Meeting of Shareholders
To Be Held May 9, 2019

To the Shareholders of Qumu Corporation:

Beginning on April 9, 2019, we mailed to shareholders a proxy statement for the 2019 Annual Meeting of Shareholders to be held on Thursday, May 9, 2019, at 10:30 a.m. (Minneapolis, Minnesota time). The 2019 Annual Meeting of Shareholders is a virtual meeting of shareholders. Shareholders may attend the virtual annual meeting and vote their shares electronically during the meeting via internet at: www.virtualshareholdermeeting.com/QUMU2019. This supplement provides updated information to the April 9, 2019 proxy statement.

It is with deep regret that we inform you that Thomas F. Madison, a director of Qumu Corporation since 2001, passed away on April 10, 2019. Mr. Madison had served as a director since 2001 and chaired the Governance Committee. He also served on the Audit Committee.

In light of his death, Mr. Madison, who was named as a nominee for re-election as a director at the 2019 Annual Meeting of Shareholders, is removed as a nominee.

Any votes cast for Mr. Madison will be disregarded and not be counted. It is not necessary for you to re-vote your shares if you have already voted or to obtain a new proxy card if you have not yet voted. Any shareholder of record who may desire to re-vote or change a previously executed proxy may, however, do so by following the procedures set forth in the April 9, 2019 proxy statement. Your vote with respect to the election of all of the directors except Mr. Madison will be counted as you have indicated on your proxy.

Also as a result of Mr. Madison's death, the Board of Directors has changed the composition of the Audit Committee from that disclosed in the April 9, 2019 proxy statement. Effective April 18, 2019, the Audit Committee members are as follows: Kimberly K. Nelson (chair), Neil E. Cox and Daniel R. Fishback.

By Order of the Board of Directors,

Vern Hanzlik
President and Chief Executive Officer

April 19, 2019