

ALAMO GROUP INC  
Form DEFA14A  
March 18, 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 (Amendment No. )**

Filed by the Registrant  x  
Filed by a Party other than the Registrant  o

Check the appropriate box:

- o Preliminary Proxy Statement
- o **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- o Definitive Proxy Statement
- x Definitive Additional Materials
- o Soliciting Material Pursuant to §240.14a-12

**ALAMO GROUP 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):

- x No fee required.
- o 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:   |
|     |   |

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o Fee paid previously with preliminary materials.

o 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:                                   |
|     |   |
|     |   |

**ANNUAL MEETING OF STOCKHOLDERS OF  
ALAMO GROUP INC.**

**May 6, 2010**

**INTERNET** - Access [www.voteproxy.com](http://www.voteproxy.com) and follow the on-screen instructions. Have your proxy card available when you access the web page, and use the Company Number and Account Number shown on your proxy card.

**TELEPHONE** - Call toll-free **1-800-PROXIES** (1-800-776-9437) in the United States or **1-718-921-8500** from foreign countries from any touch-tone telephone and follow the instructions. Have your proxy card available when you call and use the Company Number and Account Number shown on your proxy card.

Vote online/phone until 11:59 PM EST the day before the meeting.

**MAIL** - Sign, date and mail your proxy card in the envelope provided as soon as possible.

**IN PERSON** - You may vote your shares in person by attending the Annual Meeting.

**NOTICE OF INTERNET AVAILABILITY OF PROXY MATERIAL:**

The Notice of meeting, proxy statement and proxy card are available at [www.alamo-group.com](http://www.alamo-group.com)

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR PROPOSALS 1 AND 2.  
PLEASE SIGN, DATE AND RETURN PROMPTLY IN THE ENCLOSED ENVELOPE. PLEASE MARK YOUR VOTE IN BLUE OR  
BLACK INK AS SHOWN HERE    x**

|   | FOR | AGAINST | ABSTAIN |
|---|-----|---------|---------|
| 1. Election of Directors:   |     |         |         |
| Donald J. Douglass  | o   | o       | o       |
| Jerry E. Goldress   | o   | o       | o       |
| David W. Grzelak  | o   | o       | o       |
| Gary L. Martin  | o   | o       | o       |
| David H. Morris   | o   | o       | o       |
| Ronald A. Robinson  | o   | o       | o       |
| James B. Skaggs   | o   | o       | o       |
| 2. Proposal FOR ratification of appointment of KPMG LLP as the Company's Independent auditors for 2010. | o   | o       | o       |
| 3. In their discretion, upon such other business as may properly come before the meeting.               |     |         |         |

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|   |  |                          |
|---|--|--------------------------|
|   | This proxy when properly executed will be voted in the manner directed herein by the undersigned.  |                          |
|   | In the absence of such direction the proxy will be voted FOR the Nominees listed in Proposal 1 and FOR the Proposal set forth in Proposal 2. |                          |
|   | I plan to attend the meeting.  | <input type="checkbox"/> |
| To change the address on your account, please check the box at right and indicate your new address in the address space above. Please note that changes to the registered name(s) on the account may not be submitted via this method. <input type="checkbox"/> |  |                          |

Signature of Stockholder \_\_\_\_\_ Date: \_\_\_\_\_ Signature of Stockholder \_\_\_\_\_  
 Date: \_\_\_\_\_

**Note:** Please sign exactly as your name or names appear on this Proxy. When shares are held jointly, each holder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by authorized person.