

MERIDIAN RESOURCE CORP
Form DEFA14A
March 05, 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 ☐ 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

The Meridian Resource Corporation

(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:

- 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:

Dear Shareholder:

March 5, 2010

You recently received proxy materials in connection with a special meeting of stockholders of The Meridian Resource Corporation to approve the \$0.29 cash per share merger agreement with Alta Mesa Holdings, and according to our latest records, your **PROXY VOTE** for this meeting **HAS NOT YET BEEN RECEIVED**. In order for the merger to be approved, we need two thirds of all outstanding shares to be voted **FOR** the cash merger.

The Meridian Resource Corporation board of directors, by unanimous vote **recommends that Meridian Resource Corporation shareholders vote FOR adoption of the merger agreement**. Your board of directors believes that in the event the merger is not completed, the company may be forced to seek protection under federal **BANKRUPTCY** laws.

Your vote is important to us and we need your support. **A failure to cast any vote on the merger proposal will have the same effect as a vote against the proposal.** Therefore, regardless of the number of shares you own, it is important they be represented at the meeting.

Time is short please vote your proxy by telephone, Internet or mail **today!**

VOTE BY TOUCHTONE PHONE: You may cast your vote by calling the toll-free number on the enclosed proxy card. Follow the instructions on your proxy card to cast your ballot.

VOTE THROUGH THE INTERNET: You may cast your vote by logging into the Internet address located on the enclosed proxy card and follow the instructions on the website.

VOTE BY MAIL: You may cast your vote by mail by signing, dating and mailing the enclosed proxy card in the postage-prepaid return envelope provided.

YOUR PARTICIPATION IS IMPORTANT PLEASE VOTE TODAY!

If you have any questions relating to the special meeting, voting your shares, or need to request additional proxy materials, you may call our proxy solicitation advisors, The Altman Group, toll-free at **(877) 864-5052** between the hours of 9:00 a.m. and 10:00 p.m. Eastern Time, Monday through Friday.

Even if you plan to attend the meeting, please vote your shares now so that your vote can be counted without delay.

Thank you in advance for your support and for acting promptly.

On behalf of your Board of Directors,

Sincerely,

Paul Ching

Chairman of the Board of Directors and Chief Executive Officer

**IF YOU HAVE RECENTLY MAILED YOUR PROXY OR CAST YOUR VOTE BY PHONE OR OVER THE
INTERNET,
PLEASE ACCEPT OUR THANKS AND DISREGARD THIS REQUEST.**