

SYMANTEC CORP
Form DEFA14A
August 11, 2008

**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 § 240.14a-12

SYMANTEC 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)(4) 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:

SYMANTEC CORPORATION 20330 STEVENS CREEK BLVD CUPERTINO, CA 95014
BROADRIDGE FINANCIAL SOLUTIONS, WC. ATTENTION: TEST PRINT 51 MERCEDES
WAY EDGEWOOD, NY 11717 VOTE BY INTERNET www.proxyvote.com Use the internet to
transmit your voting instructions and for electronic delivery of information up until 11:59 P.M. Eastern
Time the day before the cut-off date or meeting date. Have your proxy card in hand when you access the
web site and follow the instructions to obtain your records and to create an electronic voting instruction
form. **ELECTRONIC DELIVERY OF FUTURE STOCKHOLDER COMMUNICATIONS** If you
would like to reduce the costs incurred by Symantec Corporation [n mailing proxy materials, you can
consent to receive all future proxy statements, proxy cards and annual report; electronically via e-mail
or the Internet, To sign up for electronic delivery, please follow the instructions above to vote using the
Internet and, when prompted, indicate that you agree to receive or access stockholder communications
electronically in future years. **VOTE BY PHONE**-1-800-690-5903 use any touch-tone telephone to
transmit your voting instructions up until 11:59 P.M. Eastern Time the day before the cut-off date or
meeting date. Have your proxy card in hand when you call and then follow the instructions. **VOTE BY**
MAIL Mark, sign and date your proxy card and return it in the postage-paid envelope we have provided
or return it to Symantec Corporation, c/o Broadridge, 51 Mercedes Way, Edgewood, NY 11717. **NAME**
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123,456,789,012.12345 125,456,799,012.12345 123,456,789,012.12345 BLUE OR BLACK INK
AS FOLLOWS: a. SYMTC1 JOEEP THIS PORTION FOR YOUR RECORDS THIS PROXY CARD IS
VALID ONLY WHEN SIGNED AND DATED. DETACH AND RETURN THIS PORTION ONLY
SYMANTEC CORPORATION For Withhold ft* All All All Except A.
Election of 10 Directors The Board of Directors recommends you vote FOR the election of all of
the listed nominees. U u u 1. Nominees: 01) Michael Brown 06)
Robert S. Miller 02) William T. Coleman 07) George Reyes 03) Frank E. Dangeard 08) Daniel H.
Schulman 04) Geraldine B. Laybourne 09) John W. Thompson 05) David L. Mahoney 10) V. Paul
Unruh. To withhold authority to vote for any individual nominee(s), mark For All Except and write the
number(s) of the nominee(s) on the line below. PIP 1 8. Proposals The Board of Directors
recommends you vote FOR each of the following proposals. For Against Abstain 2. To approve the
amendment and restatement of our 2004 Equity Incentive Plan, including the reservation of an additional
50,000,000 shares for 0 0 0 issuance thereunder. 3. To approve the adoption of our 2008 Employee Stock
Purchase Plan, including the reservation of 20,000,000 shares for issuance thereunder. 000 4. To approve
the material terms of the amended and restated Symantec Senior Executive Incentive Plan to preserve the
deducibility under federal tax 0 0 0 rules of awards made under the plan. 5. To ratify the selection of
KPMG LLP as Symantec's independent registered public accounting firm for the 2009 fiscal year. 000
BROADRIDGE FINANCIAL SOLUTIONS, INC. ATTENTION: TEST PRINT 51 MERCEDES HAY
EDGEWOOD, NY 11717 P66097 123,456,789,012 871503108 Signature [PLEASE SIGN WITHIN
BOX] Date Signature {Joint Owners} Date

Meeting: September 22,2008 at 9:00 a.m. PDT Location: Symantec World Headquarters 20330 Stevens Creek Boulevard Cupertino, California 95014 For directions, please call investor relations at (408) 517-8324, or go to <http://symantec.com/about/profile/locations/directions.jsp> **Important Notice Regarding Internet Availability of Proxy Materials for the Annual Meeting:** The Notice and Proxy Statement, Annual Report and form 10-K are available at www.proxyvote.com. A list of stockholders entitled to vote will be available for inspection at our World Headquarters, if you would like to view this stockholder list, please contact Investor Relations at (408) 517-8324.

PROXY SYMANTEC WORLD HEADQUARTERS 20330 STEVENS CREEK BOULEVARD CUPERTINO, CALIFORNIA 95014 PROXY FOR THE ANNUAL MEETING OF STOCKHOLDERS TO BE HELD ON SEPTEMBER 22, 2008 THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS The undersigned stockholder(s) appoint(s) John W. Thompson, James A. Beer and Arthur F. Courville, and each of them, with full power of substitution, as attorneys and proxies for and in the name and place of the undersigned, and hereby authorizes each of them to represent and to vote all of the shares of Common Stock of Symantec Corporation (*Symantec*) that are held of record by the undersigned as of July 24,2008, which the undersigned is entitled to vote at the Annual Meeting of Stockholders of Symantec to be held on September 22, 2008, at Symantec Corporation, World Headquarters, 20330 Stevens Creek Boulevard, Cupertino, California, at 9:00 a.m. {Pacific time), and at any adjournments or postponements thereof. **THIS PROXY, WHEN PROPERLY EXECUTED AND RETURNED IN A TIMELY MANNER, WILL BE VOTED AT THE ANNUAL MEETING AND AT ANY ADJOURNMENT OR POSTPONEMENT THEREOF IN THE MANNER DESCRIBED HEREIN. IF NO CONTRARY INDICATION IS MADE, THE PROXY WILL BE VOTED IN FAVOR OF ELECTING THE TEN NOMINEES IDENTIFIED HEREIN TO THE BOARD OF DIRECTORS, FOR PROPOSALS 2, 3, 4 AND 5, AND IN ACCORDANCE WITH THE JUDGMENT OF THE PERSONS NAMED AS PROXIES HEREIN ON ANY OTHER MATTERS THAT MAY PROPERLY COME BEFORE THE ANNUAL MEETING. PLEASE MARK, SIGN, DATE AND RETURN THIS PROXY CARD PROMPTLY USING THE ENCLOSED ENVELOPE. CONTINUED AND TO BE SIGNED ON REVERSE SIDE SEE REVERSE SIDE**