

SECURITIES AND EXCHANGE COMMISSION

FORM DEFA14A

Additional definitive proxy soliciting materials and Rule 14(a)(12) material

Filing Date: **2022-04-15**  
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[\(HTML Version on secdatabase.com\)](#)

FILER

**Paramount Global**

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SIC: **4833** Television broadcasting stations

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**SCHEDULE 14A**  
Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934  
(Amendment No.)

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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 under §240.14a-12

**Paramount Global**  
(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 all boxes that apply):

- No fee required
  - Fee paid previously with preliminary materials
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
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# Your **Vote** Counts!

## PARAMOUNT GLOBAL

2022 Annual Meeting of Stockholders  
Vote by June 7, 2022, 11:59 PM ET. For shares held in the  
401(k) Plan, vote by June 5, 2022, 11:59 PM ET.



D72560-TBD

### You invested in PARAMOUNT GLOBAL and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on June 8, 2022.**

### Get informed before you vote

View the Notice of Annual Meeting and Proxy Statement, Form 10-K and Letter to Stockholders online OR you can receive a free paper or email copy of the material(s) if you request prior to May 25, 2022. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and  
vote without entering a  
control number



#### Vote Virtually at the Meeting\*

June 8, 2022  
9:30 A.M., Eastern Daylight Time

Virtually at:  
[www.virtualshareholdermeeting.com/PARA2022](http://www.virtualshareholdermeeting.com/PARA2022)

\*Please check the meeting materials for any special requirements for meeting attendance.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote on these important matters.

Voting Items	Board Recommends
1. The election of 12 directors: <b>Nominees:</b>	
1a. Robert M. Bakish	✓ For
1b. Candace K. Beinecke	✓ For
1c. Barbara M. Byrne	✓ For
1d. Linda M. Griego	✓ For
1e. Robert N. Klieger	✓ For
1f. Judith A. McHale	✓ For
1g. Ronald L. Nelson	✓ For
1h. Charles E. Phillips, Jr.	✓ For
1i. Shari E. Redstone	✓ For
1j. Susan Schuman	✓ For
1k. Nicole Seligman	✓ For
1l. Frederick O. Terrell	✓ For
2. Ratification of the appointment of PricewaterhouseCoopers LLP to serve as the Company's independent registered public accounting firm for fiscal year 2022.	✓ For
3. A stockholder proposal requesting that our Board of Directors take steps to reduce the threshold at which Company stockholders may call a special meeting, if properly presented at the Annual Meeting.	✗ Against

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Sign up for E-delivery".

D72561-TBD

**Important Notice Regarding the Availability of Materials  
for the Annual Meeting of Stockholders**

**PARAMOUNT GLOBAL**



D79924-281254

**Meeting Information**

**Meeting Type:** Annual Meeting  
**For holders as of:** April 11, 2022  
**Date:** June 8, 2022 **Time:** 9:30 A.M., Eastern Daylight Time  
**Location:** Meeting live via the Internet - please visit  
[www.virtualshareholdermeeting.com/PARA2022](http://www.virtualshareholdermeeting.com/PARA2022).

The company will be hosting the meeting live via the Internet this year. To attend the meeting via the Internet please visit [www.virtualshareholdermeeting.com/PARA2022](http://www.virtualshareholdermeeting.com/PARA2022) and be sure to have the information that is printed in the box marked by the arrow → [XXXX XXXX XXXX XXXX] (located on the following page).

You are receiving this communication because you hold shares of Paramount Global **non-voting** Class B Common Stock. **This notice provides instructions on how to access PARAMOUNT GLOBAL materials for informational purposes only.**

You may view the materials online at [www.proxyvote.com](http://www.proxyvote.com), scan the QR Barcode on the reverse side, or easily request a paper or e-mail copy (see reverse side).

**See the reverse side for instructions on how to access materials.**

— How to Access the Materials —

**Materials Available to VIEW or RECEIVE:**

NOTICE AND PROXY STATEMENT      FORM 10-K      LETTER TO STOCKHOLDERS

**How to View Online:**

Visit: [www.proxyvote.com](http://www.proxyvote.com), or scan the QR Barcode below. Have the information that is printed in the box marked by the arrow on the following page.

**How to Request and Receive a PAPER or E-MAIL Copy:**

If you want to receive a paper or e-mail copy of these materials, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) BY INTERNET: [www.proxyvote.com](http://www.proxyvote.com)
- 2) BY TELEPHONE: 1-800-579-1639
- 3) BY E-MAIL\*: [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com)



\* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow above in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor.

D79935-281254



**THIS NOTICE WILL ENABLE YOU TO ACCESS  
MATERIALS FOR INFORMATIONAL PURPOSES ONLY**

D79976-281254

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