

LIFELOCK, INC.
Form DFAN14A
December 22, 2016

SCHEDULE 14A

(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

**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

LifeLock, Inc.

(Name of Registrant as Specified in Its Charter)

Symantec Corporation

(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.

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- (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:

Filed by Symantec Corporation

Pursuant to Rule 14a-12

of the Securities Exchange Act of 1934

Subject Company: LifeLock, Inc.

Commission File No.: 001-35671

The following is an email and slide deck sent from Fran Rosch, Executive Vice President of Symantec's Norton Business Unit, to employees of LifeLock, Inc. on December 22, 2016.

Team,

I hope everyone is getting ready for the holidays and some well-deserved time off. I'm sending this one last note before the end of the year to share my thoughts on the importance of culture in our organization.

I'm confident that we've defined the right strategy for implementation once the merger closes—building a comprehensive consumer digital safety solution, including device protection, identity protection and protection for the connected home and family. Still, it doesn't matter how fantastic our strategy is if we don't execute effectively as a team. It's critical that we work together after the acquisition is finalized in order to further develop a great culture for our newly combined organization. After lots of conversations with Hilary and the broader LifeLock team, I know we all agree that continuing to foster the great culture we have and to continue living our values is critical to our success.

Jill Nash and team have shared an overview of the LifeLock culture and employee experience with me, and I was very impressed to see how well it aligned with our own culture and employee experience. I really like the way your organization lives your values as part of all you do, especially with regard to performance management, hiring and the promotional process. It's important that we measure people on both results, as well as their approach to working together as a team.

At Symantec, we define our winning culture as: Lead + Innovate + Grow = Win. And these are the behaviors that guide us:

Integrity and accountability

Agility and boldness

Openness and collaboration

Passion and focus

We've also designed a *Symantec Leadership Blueprint* that provides more detail on what it takes to be successful here. One of my favorite leadership behaviors is to not be a brilliant jerk. We have many absolutely brilliant people within the organization, but we're also always respectful toward everyone with whom we work and respect opinions different than our own.

Another key part of our employee experience is investing in our people through training, coaching and career development. We want our employees to do the best work of their careers here at Symantec and we do all we can to ensure this happens.

Symantec also prioritizes diversity as a key element of success, and we're actively working to improve our current position. A truly great organization has a diverse mix of employees who all bring something different and unique to the team.

We actively survey our employees throughout the year to measure employee engagement, then we develop action plans to ensure we make improvements in areas where focus may be needed, or where we've seen positive progress and want to ensure it continues.

Culture and employee experience is very important here at Symantec, as well as to me personally. I look forward to incorporating some of the great parts of the LifeLock employee experience into our growing consumer business as we focus on making Symantec a truly great place to work. I've attached more information on the Symantec values, our approach to employee experience, and our Leadership Blueprint. I look forward to spending more time on these important topics after close.

Have a healthy and safe holiday. I look forward to getting to know everyone better in 2017.

My best,

Fran

ADDITIONAL INFORMATION ABOUT THE PROPOSED TRANSACTION

In connection with the proposed transaction, LifeLock filed a preliminary proxy statement with the Securities and Exchange Commission (SEC) on December 9, 2016. Additionally, LifeLock will file with the SEC other relevant materials in connection with the proposed transaction, including LifeLock s definitive proxy statement. The definitive proxy statement will be mailed to LifeLock stockholders and will contain important information about the proposed transaction and related matters. **LIFELOCK STOCKHOLDERS ARE URGED TO READ THE DEFINITIVE PROXY STATEMENT (INCLUDING ANY AMENDMENTS OR SUPPLEMENTS THERETO) CAREFULLY WHEN IT BECOMES AVAILABLE BEFORE MAKING ANY VOTING OR INVESTMENT DECISION WITH RESPECT TO THE PROPOSED TRANSACTION BECAUSE IT WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED TRANSACTION AND THE PARTIES TO THE PROPOSED TRANSACTION.** LifeLock stockholders are advised that they may obtain free copies of the proxy statement filed by LifeLock with the SEC (when this document becomes available) on the SEC s website at <http://www.sec.gov>. In addition, free copies of the proxy statement may be obtained (when this document becomes available) from LifeLock s website at <http://investor.LifeLock.com/> or from LifeLock by written request to Investor Relations, 60 East Rio Salado Parkway, Suite 400 Tempe, Arizona 85281.

Additionally, LifeLock and Symantec will file other relevant materials in connection with the proposed acquisition of LifeLock by Symantec pursuant to the terms of an Agreement and Plan of Merger by and among, Symantec, L1116 Merger Sub, Inc., a wholly owned subsidiary of Symantec, and LifeLock Symantec, LifeLock and their respective directors, executive officers and other members of their management and employees, under SEC rules, may be deemed to be participants in the solicitation of proxies of LifeLock stockholders in connection with the proposed merger. Investors and security holders may obtain more detailed information regarding the names, affiliations and interests of certain of Symantec s executive officers and directors in the solicitation by reading Symantec s most recent Annual Report on Form 10-K, which was filed with the SEC on May 20, 2016 and the proxy statement for Symantec s 2016 annual meeting of stockholders, which was filed with the SEC on September 9, 2016. These documents are available free of charge at the SEC s web site at www.sec.gov or by going to Symantec s Investor Relations Website at <http://investor.symantec.com>. Information concerning the interests of LifeLock s participants in the solicitation, which may, in some cases, be different than those of LifeLock s stockholders generally, will be set forth in the proxy statement relating to the merger when it becomes available.