

METHODE ELECTRONICS INC  
Form DEFA14A  
September 09, 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:

- 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

METHODE ELECTRONICS, 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):

- 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:
- 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:

**METHODE ELECTRONICS, INC.**

**7401 West Wilson Avenue  
Chicago, Illinois 60706  
(708) 867-6777**

**SUPPLEMENT TO  
PROXY STATEMENT DATED AUGUST 5, 2010**

**ANNUAL MEETING OF SHAREHOLDERS**

**September 14, 2010**

We recently mailed you our proxy materials in connection with our upcoming Annual Meeting of Shareholders to be held on September 14, 2010 as contemplated to be adjourned to October 14, 2010, at 9:00 a.m., at which time proposals relating to the election of a board of directors, the ratification of the Audit Committee's selection of Ernst & Young LLP to serve as our independent registered public accounting firm for the fiscal year ending April 30, 2011, the approval of the Methode Electronics, Inc. 2010 Cash Incentive Plan and the approval of the Methode Electronics, Inc. 2010 Stock Plan will be considered.

**Retention of Proxy Solicitor**

We have retained the services of Innisfree M&A Incorporated (Innisfree) to serve as our proxy solicitor. Under our agreement with Innisfree, Innisfree may assist us in soliciting proxies by telephone, through the mail and by other means, and we expect to incur approximately \$10,000 in fees, plus Innisfree's expenses, for the assistance provided.

By Order of the Board of Directors,

/s/ James W. Ashley, Jr.  
James W. Ashley, Jr.  
*Secretary*

Chicago, Illinois  
September 9, 2010

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