

Edgar Filing: MASSMUTUAL CORPORATE INVESTORS - Form DEFA14A

MASSMUTUAL CORPORATE INVESTORS

Form DEFA14A

March 08, 2010

SCHEDULE 14A
Information Required in Proxy Statement

Schedule 14A Information

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 [ ]
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
[X] Definitive Additional Materials
[ ] Soliciting Material Pursuant to ss.240.14a-11(c) or ss.240.14a-12

MassMutual Corporate Investors
MassMutual Participation Investors
(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):
[X] 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.

MASSMUTUAL CORPORATE INVESTORS
C/O PROXY SERVICES
P.O. BOX 9112
FARMINGDALE, NY 11735

TO VOTE BY INTERNET
1) Read the Joint Proxy Statement and have the proxy card below at hand.
2) Go to website www.proxyvote.com
3) Follow the instructions provided on the website.

TO VOTE BY MAIL
1) Read the Joint Proxy Statement.
2) Check the appropriate boxes on the proxy card below.

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- 3) Sign and date the proxy card.
- 4) Return the proxy card in the envelope provided.

TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK AS FOLLOWS:

MSMCI1

THIS PROXY CARD IS VALID ONLY WHEN SIGNED AND DATED.

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|                                |         |              |                |                  |
|--------------------------------|---------|--------------|----------------|------------------|
| MASSMUTUAL CORPORATE INVESTORS | For All | Withhold All | For All Except | To withhold auth |
| VOTE ON TRUSTEES               |         |              |                | nominee(s), mark |
|                                | 0       | 0            | 0              | number(s) of the |

- 1. ELECTION OF TRUSTEES - for three-year terms, or until their respective successors are duly elected and qualified.

Nominees for election:

- 
- 01) Donald E. Benson
- 02) Donald Glickman
- 03) Robert E. Joyal

2. OTHER BUSINESS

In their discretion, the proxy or proxies are authorized to vote upon such other business or m as may properly come before the Annual Meeting or any adjournment or adjournments thereof.

Please sign exactly as your name or names appear. When signing as joint tenant, all parties to the joint tenancy should sign. When signing as attorney, executor, administrator, trustee or guardian, please give your full title as such.

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|                                    |      |                          |
|------------------------------------|------|--------------------------|
| Signature [PLEASE SIGN WITHIN BOX] | Date | Signature (Joint Owners) |
|------------------------------------|------|--------------------------|

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IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS FOR THE ANNUAL MEETING: The Notice and Joint Proxy Statement is available at <http://www.babsoncapital.com/mci> or at [www.proxyvote.com](http://www.proxyvote.com).

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MSMCI2

MASSMUTUAL CORPORATE INVESTORS

THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF TRUSTEES

The undersigned hereby appoints Patricia J. Walsh and James M. Roy, and each of them, attorneys and proxies of the undersigned, with power of substitution to vote all shares of MassMutual Corporate Investors (the "Trust") which the undersigned is entitled to vote at the Annual Meeting of Shareholders of the Trust to be held in the Oak Room of Massachusetts Mutual Life Insurance Company, 1295 State Street, Springfield, Massachusetts 01111, on Friday, April 16, 2010, at 1:30 p.m. Eastern Time, and at any adjournments thereof (the "Annual Meeting").

THIS PROXY WILL BE VOTED ON ITEM (1) IN ACCORDANCE WITH THE INSTRUCTIONS GIVEN ON THIS CARD, AND IN THE ABSENCE OF INSTRUCTIONS THE UNDERSIGNED HEREBY AUTHORIZES THE AFORESAID PROXY OR PROXIES TO VOTE FOR ITEM (1).

THIS PROXY WILL BE VOTED ON ITEM (2) IN THE SOLE AND ABSOLUTE DISCRETION OF THE PROXY, AND IN THE ABSENCE OF INSTRUCTIONS, THE UNDERSIGNED HEREBY AUTHORIZES THE AFORESAID PROXY OR PROXIES TO VOTE ON A MATTER RAISED PURSUANT TO ITEM (2).

PLEASE SIGN AND DATE ON THE REVERSE SIDE.

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MASSMUTUAL PARTICIPATION INVESTORS  
C/O PROXY SERVICES  
P.O. BOX 9112  
FARMINGDALE, NY 11735

TO VOTE BY INTERNET

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TO VOTE BY MAIL

- 1) Read the Joint Proxy Statement.
- 2) Check the appropriate boxes on the proxy card below.
- 3) Sign and date the proxy card.
- 4) Return the proxy card in the envelope provided.

TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK AS FOLLOWS:

MSMPI1

THIS PROXY CARD IS VALID ONLY WHEN SIGNED AND DATED.

| MASSMUTUAL PARTICIPATION INVESTORS   | For All | Withhold All | For All Except | To withhold auth nominee(s), mark number(s) of the |
|--|---------|--------------|----------------|--|
| VOTE ON TRUSTEES   | 0       | 0            | 0              |  |
| 1. ELECTION OF TRUSTEES - for three-year terms, or until their respective successors are duly elected and qualified. |         |              |                |  |

Nominees for election:

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- 03) Robert E. Joyal

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Please sign exactly as your name or names appear. When signing as joint tenant, all parties to the joint tenancy should sign. When signing as attorney, executor, administrator, trustee or guardian, please give your full title as such.

Signature [PLEASE SIGN WITHIN BOX]      Date

Signature (Joint Owners)

IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS FOR THE ANNUAL MEETING: The Notice and Joint Proxy Statement is available at <http://www.babsoncapital.com/mpv> or at [www.proxyvote.com](http://www.proxyvote.com).

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MSMPI2

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PLEASE SIGN AND DATE ON THE REVERSE SIDE.

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