

ASPEN INSURANCE HOLDINGS LTD
Form DEFA14A
July 24, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 14A

(RULE 14a-101)

SCHEDULE 14A INFORMATION

Revocation Solicitation 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

ASPEN INSURANCE HOLDINGS LIMITED

(Name of Registrant as Specified in its Charter)

Payment of Filing Fee (check the appropriate box):

x 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:

Set forth below is an excerpt from the Aspen earnings release conference call on July 24, 2014, which discusses the unsolicited exchange offer by Endurance Specialty Holdings Ltd.:

Excerpt:

Brian Meredith UBS Analyst: ...and then secondly, Chris, I'm just curious, there was some discussion, .G&A expenses up because of some additional incentive comp. Some of the distractions with this Endurance stuff that is going on right now, has that resulted in you having to have any stay bonuses and stuff to retain people?

Chris O Kane Aspen Insurance Holdings Limited CEO: I think we talked about that on the last call and we were just in the process of putting those payments in place at that time. We did that. We haven't done anything more of that, which is good. Those are essential retention payments, they are not huge but there is potential for the key individuals concerned and they do require those people to be working successfully with us at the end of a certain period of time. The good news is that employee retention has been very high, actually. Although many, many competitors and I think that's perfectly understandable do approach our guys and say, you know, 'You like working where you're working, but something bad might be about to happen to you. You might want to avoid that and move jobs now.' In fact, for our underwriters, I think at the moment, and I touch wood as I say this, 100% of our underwriters have decided to remain with us, which is great. And because they remain with us, so the client and the broker remain with us, which means that we can keep on driving growth. So it's a pretty good news story so far.