

# INVESTAR HOLDING CORP

## FORM DEFA14A

(Additional Proxy Soliciting Materials (definitive))

Filed 04/15/20

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**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

Filed by 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(3)(2))**  
 Definitive Proxy Statement  
 Definitive Additional Materials  
 Soliciting Material Under Rule 14a-12

**INVESTAR HOLDING CORPORATION**

(Name of Registrant as Specified in its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

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- 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:
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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:
-



**Important Notice Regarding the Availability of Proxy Materials for the Investar Holding Corporation 2020 Annual Shareholder Meeting to be held on May 27, 2020**

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. To view the proxy statement and annual report, go to [www.proxydocs.com/ISTR](http://www.proxydocs.com/ISTR). To submit your proxy while visiting this site, you will need the 12 digit control number in the box below.

Under United States Securities and Exchange Commission rules, proxy materials do not have to be delivered in paper. Proxy materials can be distributed by making them available on the Internet. We have chosen to use these procedures for our 2020 Annual Meeting and need YOUR participation.

*If you want to receive a paper or e-mail copy of the proxy materials, you must request one. There is no charge to you for requesting a copy. In order to receive a paper package in time for this year's annual meeting, please make this request on or before May 15, 2020.*

**For a Convenient Way to VIEW Proxy Materials  
– and –  
VOTE Online go to: [www.proxydocs.com/ISTR](http://www.proxydocs.com/ISTR)**

**Proxy Materials Available to View or Receive:**

- 1. Proxy Statement 2. Annual Report**

You may request a copy of the proxy statement, annual report, and form of proxy, and/or select a future delivery preference by one of the following methods:

  
**INTERNET**  
[www.investorelections.com/ISTR](http://www.investorelections.com/ISTR)

  
**TELEPHONE**  
(866) 648-8133

  
**\*E-MAIL**  
[paper@investorelections.com](mailto:paper@investorelections.com)

**You must use the 12 digit control number located in the shaded gray box below.**

\* If requesting material by e-mail, please send a blank e-mail with the 12 digit control number (located below) in the subject line. No other requests, instructions or other inquiries should be included with your e-mail requesting material.

ACCOUNT NO.

SHARES

**Investar Holding Corporation 2020 Annual Shareholder Meeting**



Date: May 27, 2020  
Time: 3:00 p.m. CDT  
Place: 10500 Coursey Blvd., 3rd Floor, Baton Rouge, Louisiana 70816

If you plan to attend the annual meeting in person, you can obtain directions to our headquarters by contacting Patrice Theriot by email at [patrice.theriot@investarbank.com](mailto:patrice.theriot@investarbank.com) or by telephone at (225) 448-5468.

The purpose of the Annual Meeting is to take action on the following proposals:

**Board of Directors Recommends a Vote "FOR" proposals 1, 2 and 3, and "1YEAR" for proposal 4.**

1. Election of Directors

<b>Nominees</b>	01 James M. Baker	04 Robert M. Boyce, Sr.	07 Gordon H. Joffrion, III	10 Suzanne O. Middleton
	02 Thomas C. Besselman, Sr.	05 John J. D'Angelo	08 Robert Chris Jordan	11 Andrew C. Nelson, M.D.
	03 James H. Boyce, III	06 William H. Hidalgo, Sr.	09 David J. Lukinovich	12 Frank L. Walker

2. Ratification of appointment of Ernst & Young LLP as our independent registered public accountants for 2020.

3. Approval, on an advisory basis, of the compensation of our named executive officers.

4. Approval, on an advisory basis, of the frequency of future advisory votes on the compensation of our named executive officers.

5. To transact such other business as may properly come before the Annual Meeting or any adjournments or postponements thereof.