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VCA ANTECH INC
Form DEFA14A
May 28, 2009

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 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-12

VCA ANTECH, 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):

- |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:

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(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):

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(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

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 |_ | Fee paid with preliminary materials:

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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

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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:

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(2) Form, Schedule or Registration Statement No.:

=====

(3) Filing party:

=====

(4) Date filed:

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On May 27, 2009, Frank Reddick resigned as a member of the Nominating & Corporate Governance Committee (the "COMMITTEE") of the Board of Directors (the "BOARD") of VCA Antech, Inc., a Delaware corporation (the "COMPANY"). John M. Baumer and John B. Chickering, Jr., the two remaining members of the Committee, are each independent under the NASDAQ Global Select Market listing standards, and are classified as "Independent Outside Directors" by RiskMetrics.

Furthermore, on April 14, 2009, the Compensation Committee of the Board determined that on a going-forward basis at least 50% of all long-term equity based awards granted to the Company's named executive officers will be performance-based equity awards.