

Virgin America Inc.
Form DEFA14A
June 28, 2016

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

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

VIRGIN AMERICA 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 240.0-11 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:

VIRGIN AMERICA INC.

555 Airport Boulevard

Burlingame, California 94010

SUPPLEMENT TO THE DEFINITIVE PROXY STATEMENT

FOR THE SPECIAL MEETING OF STOCKHOLDERS

To Be Held on July 26, 2016

This supplement to proxy statement (the Supplement) amends and supplements the definitive proxy statement of Virgin America Inc. (Virgin America, we, our), filed with the Securities and Exchange Commission on June 20, 2016 (the Proxy Statement), relating to our special meeting of stockholders to be held virtually, via live webcast, on July 26, 2016. Except as described in this Supplement, the information provided in the Proxy Statement continues to apply. To the extent that information in this Supplement differs from or updates information contained in the Proxy Statement, you should rely on the information in this Supplement.

The purpose of this Supplement is to correct an inadvertent typographical error in both the Proxy Statement and the proxy card enclosed with the Proxy Statement, each of which disclosed an incorrect website location for the virtual special meeting of stockholders. Accordingly, each reference to <http://www.virtualstockholdermeeting.com/VA2016special> in the Proxy Statement is hereby supplemented, amended and restated in its entirety to read as follows: www.virtualshareholdermeeting.com/VA2016special.

To attend or participate in the virtual special meeting of stockholders of Virgin America, to be held via live webcast on July 26, 2016, follow the instructions posted online at www.virtualshareholdermeeting.com/VA2016special.

Whether or not you expect to attend the special meeting of stockholders, it is important that your shares be represented and voted. Your vote is important. If you are a holder of record of shares of Virgin America voting common stock, please vote by submitting a proxy for the special meeting of stockholders by completing, signing, dating and returning the enclosed corrected proxy card in the accompanying pre-addressed, postage paid envelope, or by granting a proxy electronically via the Internet or by telephone by following the instructions on the enclosed corrected proxy card. If you hold your shares of Virgin America voting common stock in street name, which means your shares are held of record by a broker, bank or nominee, you must provide the record holder of your shares with instructions on how to vote your shares in accordance with the voting instructions provided by your broker, bank or nominee.

The date of this supplement to the proxy statement is June 28, 2016.

