

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 (Amendment No. )

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 under §240.14a-12

AmerisourceBergen Corporation

(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 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:

**Vote by Internet**

- Go to [www.envisionreports.com/ABC](http://www.envisionreports.com/ABC)
- Or scan the QR code with your smartphone
- Follow the steps outlined on the secure website

**Stockholder Meeting Notice**

**Important Notice Regarding the Availability of Proxy Materials for the  
AmerisourceBergen Corporation Annual Meeting of Stockholders to be Held on February 28, 2019**

Under Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for the Annual Meeting of Stockholders are available on the Internet. Follow the instructions below to view the materials and vote online or request a copy. The items to be voted on and location of the Annual Meeting are on the reverse side. Your vote is important!

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. The proxy statement and annual report to stockholders are available at:

[www.envisionreports.com/ABC](http://www.envisionreports.com/ABC)



**Easy Online Access — A Convenient Way to View Proxy Materials and Vote**

When you go online to view materials, you can also vote your shares.

- Step 1:** Go to [www.envisionreports.com/ABC](http://www.envisionreports.com/ABC) to view the materials.  
**Step 2:** Click on **Cast Your Vote or Request Materials**.  
**Step 3:** Follow the instructions on the screen to log in.  
**Step 4:** Make your selection as instructed on each screen to select delivery preferences and vote.

When you go online, you can also help the environment by consenting to receive electronic delivery of future materials.



**Obtaining a Copy of the Proxy Materials – If you want to receive a copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed on the reverse side on or before February 14, 2019 to facilitate timely delivery.**



## NOTICE OF 2019 ANNUAL MEETING OF STOCKHOLDERS

AmerisourceBergen Corporation's 2019 Annual Meeting of Stockholders will be held on Thursday, February 28, 2019 at 2:00 p.m., Eastern Time, at the Sofitel, 120 South 17<sup>th</sup> Street, Philadelphia, Pennsylvania 19103.

Proposals to be voted on at the meeting are listed below:

**The Board recommends a vote FOR all the listed nominees and FOR proposals 2 and 3.**

1. To elect each of the nine nominees named below (or, if necessary, any substitute nominees selected by the Board of Directors) as a director, each to serve until the 2020 annual meeting of stockholders and until his or her successor is duly elected and qualified:
  - 01) Ornella Barra
  - 02) Steven H. Collis
  - 03) D. Mark Durcan
  - 04) Richard W. Gochnauer
  - 05) Lon R. Greenberg
  - 06) Jane E. Henney, M.D.
  - 07) Kathleen W. Hyle
  - 08) Michael J. Long
  - 09) Henry W. McGee
2. To ratify the appointment of Ernst & Young LLP as independent registered public accounting firm for fiscal year 2019.
3. Advisory vote to approve the compensation of named executive officers.

**The Board recommends a vote AGAINST proposals 4 and 5.**

4. Stockholder proposal, if properly presented, to permit stockholders to act by written consent.
5. Stockholder proposal, if properly presented, to urge the Board to adopt a policy that no financial performance metric be adjusted to exclude legal or compliance costs in determining executive compensation.

The record date for the annual meeting is December 31, 2018. Only stockholders of record at the close of business on that date may vote at the meeting or any adjournment thereof.

- \* **This Notice of Internet Availability of Proxy Materials is being mailed to stockholders on or about January 18, 2019.**



### Here's how to order a copy of the proxy materials and select a future delivery preference:

**Paper copies:** Current and future paper delivery requests can be submitted via the telephone, Internet or email options below.

**Email copies:** Current and future email delivery requests must be submitted via the Internet following the instructions below. If you request an email copy of current materials you will receive an email with a link to the materials.

**PLEASE NOTE:** You must use the number in the shaded bar on the reverse side when requesting a set of proxy materials.

- **Internet** – Go to [www.envisionreports.com/ABC](http://www.envisionreports.com/ABC). Click Cast Your Vote or Request Materials. Follow the instructions to log in and order a copy of the current meeting materials and submit your preference for email or paper delivery of future meeting materials.
- **Telephone** – Call us free of charge at 1-866-641-4276 and follow the instructions to log in and order a paper copy of the materials by mail for the current meeting. You can also submit a preference to receive a paper copy for future meetings.
- **Email** – Send email to [investorvote@computershare.com](mailto:investorvote@computershare.com) with "Proxy Materials AmerisourceBergen Corporation" in the subject line. Include in the message your full name and address, plus the number located in the shaded bar on the reverse, and state in the email that you want a paper copy of current meeting materials. You can also state your preference to receive a paper copy for future meetings.

To facilitate timely delivery, all requests for a paper copy of the proxy materials must be received by February 14, 2019.