

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 under §240.14a-12

LivaNova Plc

(Name of Registrant as Specified In Its Charter)

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:

Online

Go to www.envisionreports.com/LIVN or scan the QR code – login details are located in the shaded bar below.



Votes submitted electronically must be received by 9:00 a.m., Eastern Time, on June 18, 2019

2019 Annual General Meeting Notice

Important Notice Regarding the Availability of Proxy Materials for the 2019 Annual General Meeting to be held on June 18th, 2019

Under Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for the LivaNova PLC's 2019 Annual General Meeting ("AGM") 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 (including the Notice of the AGM), the UK Annual Report and the US Annual Report on Form 10-K (together, the "Proxy Materials") are at:

www.envisionreports.com/LIVN



Easy Online Access – View your proxy materials and vote.

- Step 1: Go to www.envisionreports.com/LIVN.
- 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 selections as instructed on each screen for your delivery preferences.
- Step 5: Vote your shares.

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 the proxy materials, you must request one. There is no charge to you for requesting a copy. Please make your request as instructed on the reverse side on or before June 4, 2019 to facilitate timely delivery.



2019 Annual General Meeting Notice

The 2019 Annual General Meeting of Shareholders of LivaNova Plc
will be held on Tuesday, June 18th, 2019 at 13:00 (BST) at The Offices of Locke Lord LLP, Second Floor,
201 Bishopsgate, London, EC2M 3AB and virtually via the internet at
www.meetingcenter.io/275437733

To access the virtual meeting, you must have the information that is printed in the shaded bar located on the reverse side of this form.

The password for this meeting is LIVN2019

1. Election of Directors:
 - 01 - Mr. Francesco Bianchi
 - 02 - Ms. Stacy Enxing Seng
 - 03 - Mr. William A. Kozy
 - 04 - Mr. Damien McDonald
 - 05 - Mr. Daniel J. Moore
 - 06 - Mr. Hugh M. Morrison
 - 07 - Mr. Alfred J. Novak
 - 08 - Dr. Sharon O'Kane
 - 09 - Dr. Arthur L. Rosenthal
 - 10 - Ms. Andrea L. Saia
2. To approve, on an advisory basis, LivaNova's compensation of its named executive officers ("US Say-on-Pay")
3. To ratify PricewaterhouseCoopers LLP, a Delaware limited liability partnership ("PwC USA") as the Company's independent registered public accountancy firm
4. To approve, on an advisory basis, the U.K. directors' remuneration report in the form set out in the Company's U.K. annual report and accounts ("U.K. Annual Report") for the period ended 31 december, 2018
5. To approve the directors' Remuneration Policy as set out in the UK Annual Report for the period ended 31 December 2018
6. To receive and adopt the Company's audited UK statutory accounts for the year ended December 31, 2018, together with the reports of the directors and the auditors thereon
7. To re-appoint PricewaterhouseCoopers LLP, a limited liability partnership registered in England, ("PwC UK"), as the Company's UK statutory auditor
8. To authorize the directors and/or the Audit and Compliance Committee to determine the UK statutory auditor's remuneration

PLEASE NOTE - YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your shares you must go online or request a paper copy of the proxy materials to receive a proxy card. If you wish to attend and vote at the meeting, please bring this notice with you.

Admission and Directions to the LivaNova PLC 2019 Annual General Meeting of Shareholders

Admissions

In order to attend the 2019 Annual General Meeting of Shareholders, please follow the instructions set forth in the proxy statement.

Directions

Directions to the LivaNova PLC 2019 Annual General Meeting of Shareholders can be found at <https://www.lockelord.com/thefirm/offices/london>



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

Current and future delivery requests can be submitted using the options below.

If you request an email copy, you will receive an email with a link to the current meeting materials.

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

- **Internet** - Go to www.envisionreports.com/LIVN. Click Cast Your Vote or Request Materials.
- **Phone** - Call us free of charge at 1-866-641-4276.
- **Email** - Send an email to investorvote@computershare.com with "Proxy Materials LivaNova PLC" in the subject line. Include your full name and address, plus the number located in the shaded bar on the reverse side, and state that you want a paper copy of the meeting materials.

To facilitate timely delivery, all requests for a paper copy of proxy materials must be received by June 4, 2019.