

Submission Notification

Subject: ACCEPTED FORM TYPE DEFA14A (0000897101-17-000179)
Date: 06-Feb-2017 17:06

THE FOLLOWING SUBMISSION HAS BEEN ACCEPTED BY THE U.S. SECURITIES AND EXCHANGE COMMISSION.

COMPANY: MGC DIAGNOSTICS Corp
FORM TYPE: DEFA14A NUMBER OF DOCUMENTS: 3
RECEIVED DATE: 06-Feb-2017 17:06 ACCEPTED DATE: 06-Feb-2017 17:06
FILING DATE: 06-Feb-2017 17:06
TEST FILING: NO CONFIRMING COPY: NO

ACCESSION NUMBER: 0000897101-17-000179

FILE NUMBER(S):
1. 001-13543

THE PASSWORD FOR LOGIN CIK 0000897101 WILL EXPIRE 28-Nov-2017 11:49.

PLEASE REFER TO THE ACCESSION NUMBER LISTED ABOVE FOR FUTURE INQUIRIES.

REGISTRANT(S):

1. CIK: 0000815093
COMPANY: MGC DIAGNOSTICS Corp
FORM TYPE: DEFA14A
FILE NUMBER(S):
1. 001-13543

----- NOTICE -----

URGENT: Verify that all of your addresses on the EDGAR database are correct. An incorrect address in the EDGAR Accounting Contact Name and Address information may result in your fee Account Activity Statement being returned to the SEC as undeliverable. Please correct outdated addresses via the EDGAR filing website.

The EDGAR system is available to receive and process filings from 6:00 a.m. to 10:00 p.m. Eastern Time on business days. Filer Support staff members are available to respond to requests for assistance from 9:00 a.m. to 5:30 p.m. Eastern Time.

We strongly encourage you to visit the Filing Website at <https://www.edgarfiling.sec.gov>. You can download our current version of the EDGARLink/Windows software and templates, the Filer Manual, receive on-line help, and access Frequently Asked Questions.

Submission Data File

General Information

Form Type*	DEFA14A
Contact Name	EDGAR Technician
Contact Phone	612-378-0711
Filer File Number	
Filer CIK*	0000815093 (MGC DIAGNOSTICS Corp)
Filer CCC*	*****
Confirming Copy	No
Notify via Website only	No
Return Copy	No
Investment Company Type	
Is Investment Company	No
SROS*	NASD
(End General Information)	

Document Information

File Count*	3
Document Name 1*	mgc170301s1_defa14a.htm
Document Type 1*	DEFA14A
Document Description 1	DEFINITIVE ADDITIONAL MATERIALS
Document Name 2*	a1703011001_v1.jpg
Document Type 2*	GRAPHIC
Document Description 2	Graphic
Document Name 3*	a1703011002_v1.jpg
Document Type 3*	GRAPHIC
Document Description 3	Graphic
(End Document Information)	

Notifications

Notify via Website only	No
E-mail 1	edgar@afpi.com
(End Notifications)	

SCHEDULE 14A
(Rule 14a-101)
INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION

**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

Definitive Proxy Statement

Definitive Additional Materials

Soliciting material under Rule 14a-12

Confidential, for Use of the
Commission Only (as permitted
by Rule 14a-6(e)(2))

MGC Diagnostics 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:

***** Exercise Your *Right* to Vote *****
**Important Notice Regarding the Availability of Proxy Materials for the
Shareholder Meeting to Be Held on March 22, 2017**

MGC DIAGNOSTICS CORPORATION



MGC DIAGNOSTICS CORPORATION
350 OAK GROVE PARKWAY
ST. PAUL, MINNESOTA 55127-8599

Meeting Information

Meeting Type: Annual Meeting
For holders as of: January 27, 2017
Date: March 22, 2017 **Time:** 3:30 PM CDT
Location: 350 Oak Grove Parkway
Saint Paul, Minnesota 55127

You are receiving this communication because you hold shares in the above named company.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

Before You Vote

How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

1. Annual Report to Shareholders 2. Notice of Annual Meeting and Proxy Statement

How to View Online:

Have the information that is printed in the box marked by the arrow → [XXXX XXXX XXXX XXXX] (located on the following page) and visit: www.proxyvote.com.

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) *BY INTERNET:* www.proxyvote.com
- 2) *BY TELEPHONE:* 1-800-579-1639
- 3) *BY E-MAIL*:* sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow → [XXXX XXXX XXXX XXXX] (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before March 08, 2017 to facilitate timely delivery.

How To Vote

Please Choose One of the Following Voting Methods

Vote In Person: Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

Vote By Internet: To vote now by Internet, go to www.proxyvote.com. Have the information that is printed in the box marked by the arrow → [XXXX XXXX XXXX XXXX] available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

Voting items

The Board of Directors recommends you vote FOR the following:

1. Election of Directors

Nominees

01 Mark W. Sheffert 02 John R. Baudhuin 03 Terrence W. Bunge 04 Wendy D. Lynch, Ph.D. 05 Robert E. Munzenrider
06 Hendrik Struik

The Board of Directors recommends you vote FOR proposals 2 and 3.

- 2 Ratification of the appointment of Baker Tilly Virchow Krause, LLP as the independent registered public accounting firm for the fiscal year ended October 31, 2017.
- 3 An advisory vote approving named executive officer compensation.

NOTE: THIS PROXY, IF PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER DIRECTED HEREIN BY THE UNDERSIGNED. IF NO DIRECTION IS GIVEN, THIS PROXY WILL BE VOTED FOR THE ELECTION OF ALL NOMINEES AND FOR PROPOSALS 2 and 3. PLEASE SIGN, DATE AND RETURN THIS PROXY FORM.

0000308619_3 R1.0.1.15

0000308619_4 R1.0.1.15
