

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

Pathward Financial, 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 all boxes that apply):

- ☒ No fee required.
- ☐ Fee paid previously with preliminary materials.
- ☐ Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a6(i)(1) and 0-11
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Your **Vote** Counts!

PATHWARD FINANCIAL, INC.

2024 Annual Meeting
Vote by February 26, 2024
11:59 PM ET



V28463-P01996

You invested in PATHWARD FINANCIAL, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on February 27, 2024.**

Get informed before you vote

View the Notice and Proxy Statement and Annual Report to Stockholders, including Form 10-K, online OR you can receive a free paper or email copy of the material(s) by requesting prior to February 13, 2024. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit **www.ProxyVote.com**

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote Virtually at the Meeting*

February 27, 2024
9:00 AM Central Standard Time

Virtually at:
www.virtualshareholdermeeting.com/CASH2024

*Please check the meeting materials for any special requirements for meeting attendance.

V1.2

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote on these important matters.

| Voting Items | Board Recommends |
|---|---------------------|
| 1. Election of Directors Nominees: 01) Becky S. Shulman (3 year term) 02) Lizabeth H. Zlatkus (3 year term) 03) Christopher Perretta (2 year term) | ✓ For |
| 2. To approve, by a non-binding advisory vote, the compensation of our "named executive officers" (a Say-on-Pay vote). | ✓ For |
| 3. To approve the Pathward Financial, Inc. 2023 Omnibus Incentive Plan. | ✓ For |
| 4. To ratify the appointment by the Board of Directors of the independent registered public accounting firm Crowe LLP as the independent auditors of Pathward Financial's financial statements for the fiscal year ending September 30, 2024. | ✓ For |
| NOTE: Such other business as may properly come before the meeting or any adjournment thereof. | |

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Delivery Settings".