

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

CPI Card Group 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: _____
Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the
 - (3) 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: _____

Your **Vote** Counts!

CPI CARD GROUP INC.

2021 Annual Meeting
Vote by May 26, 2021
11:59 PM ET



CPI CARD GROUP INC.
10300 WEST CENTENNIAL ROAD
LITTLETON, COLORADO 80121

D47830-P53347

You invested in CPI CARD GROUP 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 material for the stockholder meeting to be held on May 27, 2021.**

Get informed before you vote

View the Notice and Proxy Statement and Form 10-K online at www.ProxyVote.com OR you can receive a free paper or email copy of the material(s) by requesting prior to May 13, 2021. 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@proxymote.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*

May 27, 2021
8:00 AM MDT

Virtually at:
www.virtualshareholdermeeting.com/PMTS2021

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

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. We encourage you to access and review all of the important information contained in the proxy materials before voting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommendations
1. Election of Directors Nominees:	
1a. Thomas Furey	✔ For
1b. Robert Pearce	✔ For
1c. Nicholas Peters	✔ For
1d. Scott Scheirman	✔ For
1e. Bradley Seaman	✔ For
1f. Marc Sheinbaum	✔ For
1g. Valerie Soranno Keating	✔ For
2. Ratification of KPMG LLP as independent registered public accounting firm for the year ending December 31, 2021.	✔ For
3. Advisory vote to approve named executive officer compensation.	✔ For
4. Advisory vote to approve the frequency of the stockholder vote on named executive officer compensation.	1 Year
5. Vote to approve an amendment and restatement of the CPI Card Group Inc. Omnibus Incentive Plan to increase the total number of shares of common stock of CPI Card Group Inc. reserved and available for issuance under the Omnibus Incentive Plan and to make other administrative changes.	✔ For
6. Vote of CPI Card Group Inc.'s "disinterested" stockholders to approve an amendment to the CPI Card Group Inc. Omnibus Incentive Plan to increase the maximum number of shares of common stock issuable to "Insiders" thereunder from 10% to 15% of the number of then issued and outstanding shares of common stock of CPI Card Group Inc.	✔ For
NOTE: The Proxy holders will have discretion to vote on 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 "Sign up for E-delivery".