## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **SCHEDULE 14A**

(Rule 14a-101)

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 (Amendment No. )

File	d by the	e Registrant 凶	Filed by a Party other than the Registrant $\square$
Che	ck the a	appropriate box:	
	Preli	minary Proxy Statement	
	Conf	fidential, For Use of the	Commission Only (as permitted by Rule 14a-6(e)(2))
	Defir	nitive Proxy Statement	
X	Defir	nitive Additional Materia	als
	Solic	citing Material Pursuant t	o §240.14a-12
			Duluth Holdings Inc. (Name of Registrant as Specified in Its Charter)
			(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)
Payı	ment of	f Filing Fee (Check the a	ppropriate box):
X	No fe	ee required.	
	Fee c	computed on table below	per Exchange Act Rules 14a-6(i) (1) and 0-11.
	(1)	Title of each class of se	curities to which transaction applies:
	(2)	Aggregate number of so	ecurities to which transaction applies:
	(3)		underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing ate how it was determined):
	(4)	Proposed maximum ag	gregate value of transaction:
	(5)	Total fee paid:	

Fee p	paid previously with preliminary materials:
	ck 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 iously. 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:







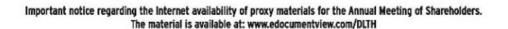
Using a **black ink** pen, mark your votes with an  ${\bf X}$  as shown in this example. Please do not write outside the designated areas.

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A Proposals – The Boar	d of Directors i	ecommen	a vote F	OR all the no	minees I	isted and	FOR Pr	oposal 2						
Election of Directors:														+
01 - Stephen L. Schlecht	For Agains	Abstain	02 - E. Davi	id Coolidge III	For	Against	Abstain	03 - Fra	ncesca M. Ed	fwardson	For	Against	Abstain	
04 - David C. Finch			05 - Thoma	s G. Folllard				06 - Bre	nda I. Morris					
07 - Scott K. Williams														
2. The ratification of the selection independent registered public lnc. for the year ending Janua	accountants for D		For	Against Abst		and vot	e upon any	y other ma	ies are autho tters which i djournment	may prope		ė		
independent registered public	accountants for D			Against Abst		and vot	e upon any	y other ma	tters which i	may prope		ė		
Independent registered public Inc. for the year ending Janua	accountants for D ry 31, 2021.	aluth Holding	completed	I for your vo	de to cou	and vot before t	e upon an he meetin	y other ma og or any a and sign	tters which i djournment	may prope thereof.	erfy com-			
independent registered public Inc. for the year ending Janua	accountants for Di ry 31, 2021. s — This section pears hereon, Join	aluth Holding	completed	I for your vo	te to cou	and vot before t	e upon am he meetin e date a dministrat	y other ma og or any a and sign	tters which i djournment	may prope thereof.	erfy com-	r custodia		

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🔻 IF VOTING BY MAIL, SIGN, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE. 🔻

## **Duluth Holdings Inc.**

## Notice of 2020 Annual Meeting of Shareholders

Proxy Solicited by Board of Directors for Annual Meeting - May 21, 2020

The undersigned hereby appoints Stephen Schlecht and David Loretta, and each or either of them, as true and lawful attorneys of the undersigned with full power of substitution and revocation, and authorizes them, and each of them, to vote all the shares of capital stock of Duluth Holdings Inc., which the undersigned is entitled to vote at said meeting or any adjournment thereof upon the matters specified and upon such other matters as may be properly brought before the meeting or any adjournment thereof, conferring authority upon such true and lawful attorneys to vote in their discretion on such matters as may properly come before the meeting and revoking any proxy heretofore given.

Shares represented by this proxy will be voted by the stockholder. If no such directions are indicated, the Proxies will have authority to vote FOR the election of the Board of Directors and FOR item 2.

(Items to be voted appear on reverse side)