# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

# 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  $extsf{ }$ 

Filed by a Party other than the Registrant  $\ \square$ 

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

### JOANN Inc.

(Name of Registrant as Specified in its Charter)

Not Applicable.

(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 14a-6(i)(1) and 0-11



#### JOANN Inc. Important Notice Regarding the Availability of Proxy Materials for the

Stockholders Meeting to be held on June 27, 2023

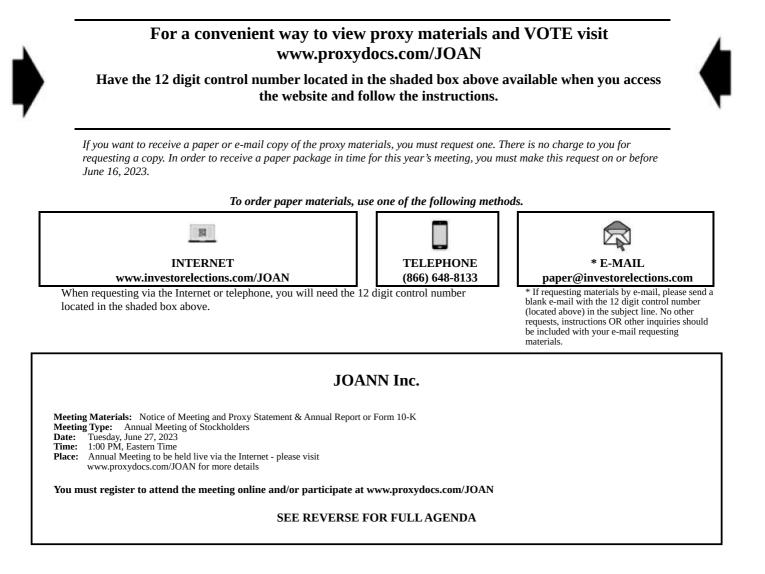
For Stockholders of record on May 1, 2023

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. This is not a ballot. You cannot use this notice to vote your shares. We encourage you to access and review all of the important information contained in the proxy materials before voting.

To view the proxy materials, and to obtain instructions to attend the virtual meeting go to: www.proxydocs.com/JOAN  $\,$ 

To vote your proxy while visiting this site, you will need the 12 digit control number in the box below.

Under United States Securities and Exchange Commission rules, proxy materials do not have to be delivered in paper. Proxy materials can be distributed by making them available on the internet.



### JOANN Inc. Annual Meeting of Stockholders

# THE BOARD OF DIRECTORS ("BOARD") OF JOANN INC. RECOMMENDS A VOTE:

**FOR** PROPOSALS 1, 2, 3, 4, 5 AND 6

#### PROPOSAL

1. Election of two Class II director nominees to JOANN's Board

1.01 Lily Chang

1.02 Marybeth Hays

- 2. Ratification of the appointment of Ernst & Young LLP as JOANN's independent registered public accounting firm for the fiscal year ending February 3, 2024
- 3. Approval, on an advisory basis, of the compensation of JOANN's Named Executive Officers
- 4. Approval of the amendment and restatement of the JOANN Inc. 2021 Equity Incentive Plan
- 5. Approval of February 2023 contingent stock option grants under the amended and restated JOANN Inc. 2021 Equity Incentive Plan
- 6. Approval of April 2023 contingent stock option grants under the amended and restated JOANN Inc. 2021 Equity Incentive Plan
- 7. Transaction of any other business as may properly come before the Annual Meeting or any postponement or adjournment of the Annual Meeting