

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A
(Rule 14a-101)

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
- ☐ **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

Kartoon Studios, Inc.

(Exact 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 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.
-

Your **Vote** Counts!

KARTOON STUDIOS, INC.

2025 Annual Meeting

Vote by May 13, 2025

11:59 PM ET

KARTOON STUDIOS, INC.
190 N CANNON DR., FLOOR 4
BEVERLY HILLS, CA 90210



V68062-P2B697

You invested in KARTOON STUDIOS, 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 May 14, 2025.**

Get informed before you vote

View the Proxy Statement and Annual Report on Form-10K for the year ended December 31, 2024 online OR you can receive a free paper or email copy of the material(s) by requesting prior to April 30, 2025. 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*

May 14, 2025
10:00 AM, PDT

Virtually at:
www.virtualshareholdermeeting.com/TOON2025

*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. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends								
<p>1. Election of Directors</p> <p>Nominees:</p> <table><tr><td>01) Andy Heyward</td><td>05) Henry Sicignano III</td></tr><tr><td>02) Joseph "Gray" Davis</td><td>06) Anthony Thomopoulos</td></tr><tr><td>03) Margaret Loesch</td><td>07) Dr. Cynthia Turner-Graham</td></tr><tr><td>04) Lynne Segall</td><td></td></tr></table>	01) Andy Heyward	05) Henry Sicignano III	02) Joseph "Gray" Davis	06) Anthony Thomopoulos	03) Margaret Loesch	07) Dr. Cynthia Turner-Graham	04) Lynne Segall		✓ For
01) Andy Heyward	05) Henry Sicignano III								
02) Joseph "Gray" Davis	06) Anthony Thomopoulos								
03) Margaret Loesch	07) Dr. Cynthia Turner-Graham								
04) Lynne Segall									
2. Ratification of the appointment of WithumSmith+Brown, PC as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2025.	✓ For								
3. Approval of a proposed amendment to the Company's Amended and Restated 2020 Incentive Plan (the "2020" Plan) to increase the aggregate number of shares of common stock, par value \$0.001 per share (the "Common Stock"), available for issuance under the 2020 Plan by 5,000,000 shares.	✓ For								
4. Approval of the issuance of up to an aggregate of 17,447,366 shares of Common Stock upon the exercise of certain warrants issued in connection with the offering that closed on December 18, 2024.	✓ For								
5. Approval of a proposal to adjourn the Annual Meeting to solicit additional proxies if there are insufficient votes at the time of the Annual Meeting to approve Proposal 3 and Proposal 4.	✓ For								
NOTE: To transact such other business that is properly presented at the annual meeting and any adjournments or postponements thereof									
Prefer to receive an email instead? While voting on www.ProxyVote.com , be sure to click "Delivery Settings".									