

**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 Rule 14a-12

Pagaya Technologies Ltd.

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

Your **Vote** Counts!

PAGAYA TECHNOLOGIES LTD.

2026 Annual General Meeting

Vote by August 16, 2026

11:59 PM ET

PAGAYA TECHNOLOGIES LTD.
335 MADISON AVENUE, 16TH FLOOR
NEW YORK, NY 10017



T02087-Z93499

You invested in PAGAYA TECHNOLOGIES LTD. and it's time to vote!

You have the right to vote on proposals being presented at the Annual General Meeting. **This is an important notice regarding the availability of proxy materials for the shareholder meeting to be held on August 17, 2026.**

Get informed before you vote

View the Notice and Proxy Statement and Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to August 3, 2026. If you would like to request a copy of the material(s) for this and/or future shareholder 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*

August 17, 2026

10:00 AM EDT/5:00 PM Israel Time

Virtually at:
www.virtualshareholdermeeting.com/PGY2026

*Please check the meeting materials for any special requirements for meeting attendance. If you are attending the meeting in person, you will need to request a ballot to vote these shares.

THIS IS NOT A VOTABLE BALLOT

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

Voting Items	Board Recommends
1. To reelect or elect, as applicable, each of the following to the Board of Directors of the Company, to serve a one-year term, until the 2027 Annual Meeting of Shareholders and until his or her successor has been duly elected and qualified, or until his or her office is vacated in accordance with the Company's Articles of Association or the Israel Companies Law, 5759-1999.	
1a. Gal Krubiner	✓ For
1b. Avital Pardo	✓ For
1c. Yahav Yulzari	✓ For
1d. Avi Zeevi	✓ For
1e. Alison Davis	✓ For
1f. Jason Gardner	✓ For
1g. Harvey Golub	✓ For
1h. Asheet Mehta	✓ For
1i. Dan Petrozzo	✓ For
1j. Tami Rosen	✓ For
2. To approve the reappointment of Kost Forer Gabbay & Kasierer, a member of Ernst & Young Global, as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2026, and until the next Annual Meeting of Shareholders, and to authorize the Audit and Finance Committee to fix the remuneration of said independent registered public accounting firm.	✓ For
3. To approve, on an advisory (non-binding) basis, the 2025 compensation of the Company's Named Executive Officers.	✓ For
4. To approve the calculation framework for the 2026 bonuses for the Company's Management Directors.	
4a. To approve the 2026 bonus calculation framework for the Company's Chief Executive Officer.	✓ For
4b. To approve the 2026 bonus calculation framework for the Company's other Management Directors.	✓ For
5. To ratify certain compensation actions for the Company's Management Directors.	
5a. To ratify the grant to Mr. Krubiner, the Company's Chief Executive Officer, of 185,000 restricted stock units.	✓ For
5b. To ratify the grants to each of Mr. Pardo and Mr. Yulzari, the Company's other Management Directors, of 185,000 restricted stock units.	✓ For
5c. To ratify the grant to Ms. Rosen of 125,000 restricted stock units, the 2024 bonus for Ms. Rosen, and the Company's consulting arrangement with Ms. Rosen.	✓ For
6. To approve the compensation of the Company's Management Directors for the years 2027-2029.	
6a. To approve the compensation of the Company's Chief Executive Officer for the years 2027-2029.	✓ For
6b. To approve the compensation of the Company's other Management Directors for the years 2027-2029.	✓ For
7. To approve certain changes to the cash compensation for the Company's non-employee directors.	✓ For
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".