

Shake Shack Inc.  
Form DEFA14A  
April 25, 2019

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

SCHEDULE 14A INFORMATION

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

SHAKE SHACK 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 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:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it is 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:

See the reverse side of this notice to obtain proxy materials and voting instructions. E79030-P25143 SHAKE SHACK INC. 225 VARICK STREET, SUITE 301 NEW YORK, NEW YORK 10014 You are receiving this communication because you hold shares in the company named above. This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at [www.proxyvote.com](http://www.proxyvote.com) or easily request a paper copy (see reverse side). We encourage you to access and review all of the important information contained in the proxy materials before voting. SHAKE SHACK INC. \*\*\* Exercise Your Right to Vote \*\*\* Important Notice Regarding the Availability of Proxy Materials for the Stockholder Meeting to Be Held on June 11, 2019. Meeting Information Meeting Type: Annual Meeting For holders as of: April 16, 2019 Date: June 11, 2019 Time: 9:00 AM Eastern Time Location: Meeting live via the Internet-please visit [www.virtualshareholdermeeting.com/SHAK2019](http://www.virtualshareholdermeeting.com/SHAK2019). The company will be hosting the meeting live via the Internet this year. To attend the meeting via the Internet please visit [www.virtualshareholdermeeting.com/SHAK2019](http://www.virtualshareholdermeeting.com/SHAK2019) and be sure to have the information that is printed in the box marked by the arrow (located on the following page). × XXXX XXXX XXXX XXXX

E79031-P25143 Before You Vote How to Access the Proxy Materials Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before May 28, 2019 to facilitate timely delivery. How to View Online: Have the information that is printed in the box marked by the arrow (located on the following page) and visit: [www.proxyvote.com](http://www.proxyvote.com). How to Request and Receive a PAPER or E-MAIL Copy: If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request: 1) BY INTERNET: [www.proxyvote.com](http://www.proxyvote.com) 2) BY TELEPHONE: 1-800-579-1639 3) BY E-MAIL\*: [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com) \* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow (located on the following page) in the subject line. Proxy Materials Available to VIEW or RECEIVE: × XXXX XXXX XXXX XXXX × XXXX XXXX XXXX XXXX How To Vote Please Choose One of the Following Voting Methods ANNUAL REPORT NOTICE AND PROXY STATEMENT Vote By Internet: Before The Meeting: Go to [www.proxyvote.com](http://www.proxyvote.com). Have the information that is printed in the box marked by the arrow (located on the following page) available and follow the instructions. During The Meeting: Go to [www.virtualshareholdermeeting.com/SHAK2019](http://www.virtualshareholdermeeting.com/SHAK2019). Have the information that is printed in the box marked by the arrow (located on the following page) available and follow the instructions. Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a voting instruction form. × XXXX XXXX XXXX XXXX × XXXX XXXX XXXX XXXX

Voting Items 1a. Daniel H. Meyer 1b. Anna Fieler 1c. Jeff Flug E79032-P25143 2. Ratification of Ernst & Young LLP as the Company's Independent Registered Public Accounting Firm 3. Approval, on an advisory basis, of the compensation of our Named Executive Officers 1. Election of Directors Terms expiring at the 2022 Annual Meeting of Stockholders: Nominees: The Board of Directors recommends you vote "FOR" all of the nominees listed: The Board of Directors recommends you vote "FOR" the following proposal: The Board of Directors recommends you vote "FOR" the following proposal:

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