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**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

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 Section 240.14a-12

**The Shyft Group, Inc.**

(Name of Registrant as Specified In Its Charter)

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(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.
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THE SHYFT GROUP, INC.  
ATTN: JOSHUA SHERBIN  
41280 BRIDGE ST.  
NOV, MI 48375

# Your **Vote** Counts!

THE SHYFT GROUP, INC.

2023 Annual Meeting

Vote by May 16, 2023

11:59 PM ET



VO8138-P82978

## You invested in THE SHYFT GROUP, 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 material for the shareholder meeting to be held on May 17, 2023.**

### Get informed before you vote

View the Notice & Proxy Statement and 2022 Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 3, 2023. 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](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto: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](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and  
vote without entering a  
control number



#### Vote Virtually at the Meeting\*

May 17, 2023  
10:00 A.M. Eastern Time

Virtually at:  
[www.virtualshareholdermeeting.com/SHYF2023](http://www.virtualshareholdermeeting.com/SHYF2023)

\*Please check the meeting materials for any special requirements for meeting attendance.

V1.1

## 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. Election of Directors <b>Nominees:</b> 01) Michael Dinkins      03) Pamela L. Kermisch 02) Angela K. Freeman    04) Mark B. Rourke	<input checked="" type="checkbox"/> For
2. Ratification of the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2023.	<input checked="" type="checkbox"/> For
3. Approval, on an advisory basis, of the compensation of the Company's Named Executive Officers.	<input checked="" type="checkbox"/> For
4. Recommendation, on an advisory basis, of the frequency of advisory votes on the compensation of the Company's Named Executive Officers.	<input checked="" type="checkbox"/> 1 Year
5. Approval of the amendment and restatement of the Company's Stock Incentive Plan of 2016.	<input checked="" type="checkbox"/> For
<b>NOTE: The proxy, when properly executed, will be voted in the manner directed herein. If no such direction is made, the proxy will be voted in accordance with the Board of Directors' recommendations.</b>	

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Delivery Settings".