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## 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 Under Rule 14a-12

## Southwest Gas Holdings, Inc.

(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 14a-(i)(1) and 0-11.
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Shareowner Services  
P.O. Box 64945  
St. Paul, MN 55164-0945



**SOUTHWEST GAS HOLDINGS, INC.**  
**ANNUAL MEETING OF STOCKHOLDERS**  
Thursday, May 2, 2024  
8:30 A.M. PDT

Virtual Meeting

**Important Notice Regarding the Availability of Proxy Materials for the  
Annual Meeting of Stockholders to be Held on May 2, 2024.**

In order to attend the online virtual Annual Meeting, you must pre-register at <https://register.proxypush.com/swx>. You will need the control number at the top of this form to register. After registering, you will receive a confirmation email and an email approximately 1 hour prior to the start of the meeting, sent to the email address you provided during registration, with a unique link to the virtual Annual Meeting.

This communication is not a form for voting and presents only an overview of the more complete proxy materials that are available to you online or by mail. We encourage you to access and review all of the important information contained in the proxy materials before voting.

The Proxy Statement and Annual Report to Stockholders are available at [www.swgasholdings.com/proxymaterials](http://www.swgasholdings.com/proxymaterials).

If you want a paper copy of the proxy materials or an email with links to the electronic proxy materials, you must request them. There is no charge to you for requesting a paper copy or an email with links to the electronic proxy materials. Please make your request for a paper or email copy as instructed on the reverse side of this Notice on or before April 18, 2024 to facilitate timely delivery. If you do not request a paper or email copy of the proxy materials you will not otherwise receive a paper or email copy.

**Matters intended to be acted upon at the meeting are listed below.**

The Board of Directors recommends a vote FOR the listed director nominees (Proposal 1); FOR approval, on a non-binding, advisory basis, of the Company's executive compensation (Proposal 2); FOR approval, of the Company's 2024 Omnibus Incentive Plan (Proposal 3); FOR approval, of the Company's Tax-Free Spin Protection Plan (Proposal 4); and FOR the ratification of the selection of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the Company for fiscal year 2024 (Proposal 5).

1. Election of Directors (Proposal 1)

01 E. Renae Conley	05 Henry P. Linginfelter	08 Ruby Sharma
02 Andrew W. Evans	06 Anne L. Mariucci	09 Andrew J. Teno
03 Karen S. Haller	07 Carlos A. Ruisanchez	10 A. Randall Thoman
04 Jane Lewis-Raymond		11 Leslie T. Thornton
2. To APPROVE, on a non-binding, advisory basis, the Company's executive compensation (Proposal 2).
3. To APPROVE, the Company's 2024 Omnibus Incentive Plan (Proposal 3).
4. To APPROVE, the Company's Tax-Free Spin Protection Plan (Proposal 4).
5. To RATIFY the selection of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the Company for fiscal year 2024 (Proposal 5).

And to conduct such other business as may properly come before the meeting or any adjournment thereof.

**THIS IS NOT A FORM FOR VOTING**  
**You may immediately vote your proxy online at:**


[www.proxypush.com/swx](http://www.proxypush.com/swx)


- Vote your proxy online 24 hours a day, 7 days a week, until the polls are closed.
- Please have this Notice available. Follow the instructions to vote your proxy.

Your online vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed and returned your Proxy Card.

**To request a paper copy of the proxy materials, which includes the Proxy Card, Proxy Statement and Annual Report to Stockholders, please contact us via:**

 **Online** – Go to [www.investorelections.com/swx](http://www.investorelections.com/swx) . Follow the instructions to log in, and order copies.

 **Telephone** – Call us free of charge at 866-870-3684 in the U.S. or Canada, using a touch-tone phone, and follow the instructions to log in and order copies.

 **Email** – Send us an email at [paper@investorelections.com](mailto:paper@investorelections.com) with “SWX Materials Request” in the subject line. The email must include:

- The 11-digit control number located in the box in the upper right-hand corner on the front of this Notice.
- Your preference to receive printed materials via mail **-or-** to receive an email with links to the electronic proxy materials.
- If you choose email delivery, you must include your email address.
- If you would like this election to apply to delivery of proxy materials for all future stockholder meetings, in your email write the word “Permanent” and include the last four digits of your Tax ID number.

**Important Information about the Notice of Internet Availability of Proxy Materials**

This Notice Regarding the Internet Availability of Proxy Materials (Notice) is provided to stockholders in place of the printed materials for the upcoming Annual Meeting of Stockholders.

**Information about the Notice:**

Securities and Exchange Commission rules permit online delivery of proxy materials. Companies can send Notices, rather than printed proxy materials to stockholders. This may help lower mailing, printing and storage costs for the company, and minimize environmental impact. This Notice contains specific information regarding the meeting, proposals and the website where the proxy materials may be found.

**To view the proxy materials online:**

Please refer to the instructions in this Notice on how to access and view the proxy materials online, including the Proxy Card, Proxy Statement and Annual Report to Stockholders.

**To receive paper copies of the proxy materials:**

Please refer to the instructions in this Notice on how to request paper copies of proxy materials via phone, email or online.