

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

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 under §240.14a-12

**Portillo's 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 all boxes that apply):

- No fee required.
- Fee paid previously with preliminary materials.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.



P.O. BOX 8016, CARY, NC 27512-9903

**Portillo's Inc.  
Important Notice Regarding the Availability of  
Proxy Materials**

**Stockholders Meeting to be held on  
June 22, 2022**

**For Stockholders of record as of April 25, 2022**

**This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. This is not a ballot. You cannot use this notice to vote your shares. We encourage you to access and review all of the important information contained in the proxy materials before voting.**

**To view the proxy materials, and to obtain directions to attend the meeting, go to: [www.proxydocs.com/PTLO](http://www.proxydocs.com/PTLO)**

**To vote your proxy while visiting this site, you will need the 12 digit control number in the box below.**

Under United States Securities and Exchange Commission rules, proxy materials do not have to be delivered in paper. Proxy materials can be distributed by making them available on the internet.



**For a convenient way to view proxy materials and VOTE go to  
[www.proxydocs.com/PTLO](http://www.proxydocs.com/PTLO)**

**Have the 12 digit control number located in the shaded box above available when  
you access the website and follow the instructions.**

*If you want to receive a paper or e-mail copy of the proxy material, you must request one. There is no charge to you for requesting a copy. In order to receive a paper package in time for this year's meeting, you must make this request on or before June 10, 2022.*

*To order paper materials, use one of the following methods.*



**INTERNET**

**[www.investorelections.com/PTLO](http://www.investorelections.com/PTLO)**

When requesting via the Internet or telephone you will need the 12 digit control number located in the shaded box above.



**TELEPHONE  
(866) 648-8133**



**\* E-MAIL**

**[paper@investorelections.com](mailto:paper@investorelections.com)**

\* If requesting material by e-mail, please send a blank e-mail with the 12 digit control number (located above) in the subject line. No other requests, instructions OR other inquiries should be included with your e-mail requesting material.

**Portillo's Inc.**

**Meeting Type:** Annual Meeting of Stockholders

**Date:** Wednesday, June 22, 2022

**Time:** 8:00 AM, Central Time

**Place:** Annual Meeting to be held live via the Internet - please visit [www.proxydocs.com/PTLO](http://www.proxydocs.com/PTLO) for more details.

**SEE REVERSE FOR FULL AGENDA**

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**Portillo's Inc.**  
**Annual Meeting of Stockholders**

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE:  
FOR ON PROPOSALS 1, 2 AND 3**

**PROPOSAL**

1. Election of Directors
  - 1.01 Michael Osanloo
  - 1.02 Ann Bordelon
  - 1.03 Paulette R. Dodson
  - 1.04 Noah Glass
  - 1.05 Gerard J.Hart
  - 1.06 Richard K.Lubin
  - 1.07 Joshua A.Lutzker
  - 1.08 Michael A. Miles Jr.
2. Ratification of Appointment of Independent Registered Public Accounting Firm
3. Approval of the 2022 Portillo's, Inc. Employee Stock Purchase Plan

**Note:** In their discretion, proxies are authorized to vote upon such other business as may properly come before the meeting or any adjournment thereof.