

# SCHEDULE 14A INFORMATION

## Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

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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 computed on table below per Exchange Act Rules 14a-6(i)(4) 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 was 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:



Shareowner Services  
P.O. Box 64945  
St. Paul, MN 55164-0945

**SOUTHWEST GAS HOLDINGS, INC.**  
**ANNUAL MEETING OF STOCKHOLDERS**  
**Thursday, May 6, 2021**  
**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 6, 2021.**

In light of public health considerations due to the COVID-19 pandemic, Southwest Gas Holdings, Inc. has decided to hold a virtual Annual Meeting. In order to attend the Annual Meeting online, you must pre-register at [register.proxypush.com/swx](http://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 presents only an overview of the more complete proxy materials that are available to you online. 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 are available at [www.proxydocs.com/swx](http://www.proxydocs.com/swx)

If you want to receive a paper copy or an e-mail with links to the electronic materials, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed on the reverse side of this Notice on or before April 20, 2021 to facilitate timely delivery.

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

The Board of Directors recommends a vote FOR the Nominees (Proposal 1), FOR Approval, on a non-binding, advisory basis, of the Company's Executive Compensation (Proposal 2), and FOR Auditor Selection Ratification (Proposal 3).

1. Election of Directors

01 Robert L. Boughner	05 Jane Lewis-Raymond	08 A. Randall Thoman
02 José A. Cárdenas	06 Anne L. Mariucci	09 Thomas A. Thomas
03 Stephen C. Comer	07 Michael J. Melarkey	10 Leslie T. Thornton
04 John P. Hester		

2. To APPROVE, on a non-binding, advisory basis, the Company's Executive Compensation (Proposal 2).

3. To RATIFY the selection of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the Company for fiscal year 2021 (Proposal 3).

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

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**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 paper copies of the proxy materials, which include the Proxy Card, Proxy Statement and Annual Report, 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 # 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 materials.
- If you choose email delivery you must include an email address.
- If you would like this election to apply to delivery of material for all future meetings, write the word “Permanent” and include the last 4 digits of your Tax ID number in the email.

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

This Notice Regarding the Online 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, while minimizing 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, Annual Report and Proxy Statement.

**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.