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

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**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 §240.14a-12

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**ImmunityBio, 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 in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.

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# Your **Vote** Counts!

**IMMUNITYBIO, INC.**

2024 Annual Meeting

Vote by June 10, 2024

11:59 PM Eastern Time



V45533-P12055

## You invested in IMMUNITYBIO, 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 materials for the stockholder meeting to be held on June 11, 2024.**

## Get informed before you vote

View the Notice and Proxy Statement and 2023 Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 28, 2024. If you would like to request a copy of the material(s) for this and/or future stockholder 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\*

June 11, 2024

9:30 A.M., Pacific Time

Virtually at:

[www.virtualshareholdermeeting.com/IBRX2024](http://www.virtualshareholdermeeting.com/IBRX2024)

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

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommendations
1. Election of Directors <b>Nominees:</b>	
1a. Patrick Soon-Shiong, M.D.	✓ For
1b. Cheryl L. Cohen	✓ For
1c. Richard Adcock	✓ For
1d. Michael D. Blaszyk	✓ For
1e. John Owen Brennan	✓ For
1f. Wesley Clark	✓ For
1g. Linda Maxwell, M.D.	✓ For
1h. Christobel Selecky	✓ For
1i. Barry J. Simon, M.D.	✓ For
2. To approve an amendment to the Immunity Bio, Inc. 2015 Equity Incentive Plan to increase the number of shares of the company's common stock authorized for issuance under the plan by 19,900,000 shares.	✓ For
3. To approve, on an advisory (non-binding) basis, the compensation of our Named Executive Officers ("Say-on-Pay").	✓ For
4. To ratify the selection of Ernst & Young LLP as ImmunityBio's independent registered public accounting firm for the fiscal year ending December 31, 2024.	✓ For
<b>NOTE:</b> In their discretion, the proxies are authorized to vote upon such other business as may properly come before the Annual Meeting.	

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



