

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549
SCHEDULE 14A
(Rule 14a-101)

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 Pursuant to §240.14a-12



INNOVATE

INNOVATE Corp.

(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-6(i)(1) and 0-11.



INNOVATE CORP.
295 MADISON AVE, 12TH FLOOR
NEW YORK, NY 10017

Your **Vote** Counts!

INNOVATE CORP.

2026 Annual Meeting

Vote by June 10, 2026

11:59 PM ET



V89345-P45911

You invested in INNOVATE CORP. 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, 2026.**

Get informed before you vote

View the Notice and Proxy Statement and Form 10-K online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 28, 2026. 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, (2) call 1-800-579-1639 or (3) send an email to 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

Control #

Smartphone users

Point your camera here and vote without entering a control number



Vote Virtually at the Meeting*

June 11, 2026
11:00 AM EDT

Virtually via the internet:
www.virtualshareholdermeeting.com/VATE2026
To access the virtual meeting, you must refer to the "General Information" section of the Proxy Statement

*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 Recommends
1. Election of Directors Nominees:	
1a. Avram A. Glazer	✓ For
1b. Warren H. Gfeller	✓ For
1c. Brian S. Goldstein	✓ For
1d. Amy M. Wilkinson	✓ For
2. To approve, on a non-binding, advisory basis, the compensation of the Company's named executive officers (the "Say on Pay Vote").	✓ For
3. To approve an amendment to the Company's Second Amended and Restated 2014 Omnibus Equity Award Plan, as amended, to increase the number of shares of Common Stock of the Company available for issuance thereunder (the "Second A&R 2014 Plan Proposal").	✓ For
4. To ratify the appointment of BDO USA, P.C. as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2026 (the "Accounting Firm Proposal").	✓ For
5. To consider and take action upon any other business that may properly come before the 2026 Annual Meeting of Stockholders or any continuations, postponements or adjournments thereof.	

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Delivery Settings".