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

SCHEDULE 14A

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 \Box

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**
- X Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

PENN NATIONAL GAMING, INC.

(Name of Registrant as Specified In Its Charter)

N/A

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

X No fee required.

- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - Title of each class of securities to which transaction applies: (1)
 - (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:
 - Total fee paid: (5)
 - 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. Amount Previously Paid: (1)

- Form, Schedule or Registration Statement No.: (2)
- Filing Party: (3)
- (4) Date Filed:

*** Exercise Your *Right* to Vote *** Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to Be Held on June 10, 2020.

PENN NATIONAL GAMING, INC.

Meeting Information

 Meeting Type:
 Annual Meeting

 For holders as of:
 April 6, 2020

 Date:
 June 10, 2020
 Time:
 10:00 AM EDT

 Location:
 Meeting live via the Internet-please visit www.virtualshareholdermeeting com/PENN2020.

The company will be hosting the meeting live via the Internet this year. To attend the meeting via the Internet please visit www.virtualshareholdermeeting.com/PENN2020 and be sure to have the information that is printed in the box marked by the arrow →XXXX XXXX XXXX XXXX (located on the following page).

You are receiving this communication because you hold shares in the company named above.

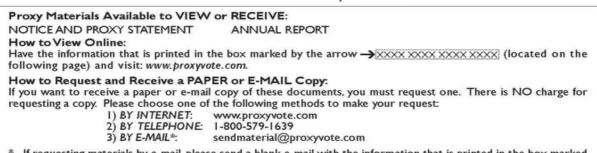
This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxywote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

Before You Vote –

How to Access the Proxy Materials



Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before May 27, 2020 to facilitate timely delivery.

– How To Vote –

Please Choose One of the Following Voting Methods

Vote By Internet:

Before The Meeting:

During The Meeting:

Voting Items

The Board of Directors recommends you vote FOR the following:

 Election of two Class III directors to serve until the 2023 Annual Meeting of Shareholders and until their respective successors are elected and qualified to serve.

Nominees:

01) Jane Scaccetti 02) Jay A. Snowden

The Board of Directors recommends you vote FOR the following proposals:

- 2. Ratification of the selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the 2020 fiscal year.
- 3. Advisory vote to approve the compensation paid to the Company's named executive officers.
- NOTE: At their discretion, the named proxies are authorized to consider and vote upon such other business as may properly come before the meeting or any adjournment or postponement thereof.

Voting Instructions