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

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**SCHEDULE 14A**  
**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934**  
**(Amendment No. )**

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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

**Victoria's Secret & Co.**  
(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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## Explanatory Note

On May 11, 2026, Victoria's Secret & Co. ("VS&Co" or the "Company") filed with the Securities and Exchange Commission ("SEC") and began the process of printing a supplement (the "Proxy Supplement") to its Proxy Statement (the "Proxy Statement") for the Company's 2026 Annual Meeting of Stockholders (including any adjournment or postponement thereof, the "Annual Meeting").

The Company is filing these definitive additional materials solely to correct certain inadvertent errors contained within the table filed with the SEC in the section entitled "Information Regarding Transactions in the Company's Securities by Participants" included in the Appendix to the Proxy Supplement. The correct table, which is included in the printed version of the Proxy Supplement that will be distributed to certain stockholders of the Company, is set forth below:

### Company Securities Purchased or Sold (May 1, 2024 through May 11, 2026)

Name	Transaction Date	Number of Securities	Transaction Notes
<b>Irene Chang Britt</b>	06/18/2025	7,440	
	06/13/2024	7,796	
<b>Sarah Davis</b>	06/18/2025	7,304	
	06/13/2024	7,654	
<b>Donna James</b>	04/02/2026	2,175	
	06/18/2025	12,739	
	09/12/2024	1,000	
<b>Jacqueline Hernández</b>	06/13/2024	12,210	
	06/18/2025	7,304	
<b>Rod Little</b>	06/13/2024	7,654	
	06/18/2025	6,761	
<b>David McCreight</b>	06/13/2024	7,084	
	06/18/2025	7,304	
	04/03/2025	3,246	
<b>Lauren Peters</b>	06/18/2025	7,440	
	06/13/2024	7,796	
<b>Anne Sheehan</b>	04/02/2026	633	
	06/18/2025	7,304	
	06/13/2024	7,654	
<b>Hillary Super</b>	03/19/2026	80,662	
	03/19/2026	(23,294)	
	10/07/2025	(39,045)	
	03/19/2025	142,066	
<b>Scott Sekella</b>	10/07/2024	237,800	
	03/19/2026	30,765	
	02/03/2026	(2,061)	
	09/02/2025	11,161	
	02/03/2025	21,484	

<b>Melinda McAfee</b>	03/19/2026	16,546	
	03/19/2026	(13,445)	
	03/16/2026	(11,679)	
	02/19/2026	20,256	1
	10/31/2025	(2,221)	
	03/19/2025	53,621	
	03/19/2025	(7,764)	
	03/16/2025	(7,351)	
	02/20/2025	9,400	
	10/31/2024	(1,020)	
	08/18/2024	(214)	
	05/19/2024	(1,328)	
<b>Mariam Naficy</b>	06/18/2025	6,625	
	06/13/2024	6,942	

#### Transaction Descriptions

- 1 The reported acquired securities represent shares issued in settlement of performance share units granted on March 16, 2023 for which the Human Capital and Compensation Committee has certified achievement of performance.

Except as described in this Explanatory Note, the information contained in the Proxy Statement, as supplemented and amended by the Proxy Supplement, remains unchanged.