

**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**

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

XPEL, INC.

(Name of Registrant as Specified in its Charter)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) 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: _____
 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: _____

You May Vote Your Proxy When You View The Material On The Internet. You Will Be Asked To Follow The Prompts To Vote Your Shares.

XPEL, INC
c/o Continental Proxy Services
1 State Street, New York NY 10004

XPEL, INC.
711 Broadway, Suite 320
San Antonio, TX 78215
(210) 678-3700

**NOTICE OF ANNUAL MEETING
OF STOCKHOLDERS**
to be held on
May 24, 2023

Stockholders are cordially invited to attend the 2023 Annual Meeting of Stockholders of XPEL, Inc. and to vote by Mail, on the Internet or any Mobile device.

Dear Stockholder,

The 2023 Annual Meeting of Stockholders of XPEL, Inc. will held at the Marriot Rivercenter, 101 Bowie Street, San Antonio, Texas 78205, on Wednesday, May 24, 2023, at 10:00 AM (CDT).

Proposals to be considered at the Annual Meeting:

- (1) To consider and act upon a proposal to elect to the Company's Board of Directors the following five (5) persons nominated by the Board of Directors:
Ryan L. Pape
Mark E. Adams
Stacy L. Bogart
Richard K. Crumly
Michael A. Klonne
- (2) To consider and act upon a proposal to ratify the appointment of Deloitte & Touche LLP as XPEL's independent registered public accounting firm for the year ended December 31, 2023.
- (3) To approve an amendment to the XPEL, Inc. 2020 Equity Incentive Plan to increase the number of shares reserved under the Plan from 275,000 shares to 550,000 shares.
- (4) To approve, on an advisory basis, a resolution on executive compensation.

NOTE: Transact any other business that has been properly brought before the meeting in accordance with the provisions of the Company's Amended and Restated Bylaws.

The Board of Directors recommends a vote "FOR" all nominees under Proposal 1 and "FOR" Proposal 2, "FOR" Proposal 3 and "FOR" Proposal 4.

Your electronic vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed, dated, and returned the proxy card.



MOBILE VOTING

On your Smartphone/Tablet, open the QR Reader and scan the below image. Once the voting site is displayed, enter your Control Number from the proxy card and vote your shares.

Vote By Mail:

You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.



Vote Your Proxy on the Internet:
Go to <http://www.cstproxyvote.com>
Have your notice available when you access the above website. Follow the prompts to vote your shares.

To view the 2023 Proxy Statement and 2022 Annual Report on Form 10-K please go to:
<https://www.cstproxy.com/XPEL/2023>

CONTROL NUMBER

XPEL, INC.
711 Broadway, Suite 320
San Antonio, TX 78215
(210) 678-3700

**Important Notice Regarding the Availability of Proxy Materials
For the 2023 Annual Meeting of Stockholders to be Held at the
Marriot Rivercenter, 101 Bowie Street, San Antonio, Texas 78205,
On May 24, 2023.**

The following Proxy Materials are available to you to review at: <https://www.cstproxy.com/XPEL/2023>

- the Company's Annual Report on Form 10-K for the year ended December 31, 2022.
- the Company's 2023 Proxy Statement and Notice of Annual Meeting.
- the Proxy Card.
- any amendments to the foregoing materials that are required to be furnished to stockholders.

This is not a ballot. You cannot use this notice to vote your shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet or by mail. We encourage you to access and review all of the important information contained in the proxy materials before voting.

If you would like to receive a paper or e-mail copy of these documents, you must request one. There is no charge for such documents to be mailed or e-mailed to you. Please make your request for a copy as instructed below on or before May 10, 2023 to facilitate timely delivery. You may also request that you receive paper copies of all future proxy materials from the Company.

ACCESSING YOUR PROXY MATERIALS ONLINE

Have this notice available when you request a paper copy of the proxy materials or to vote your proxy electronically.
You must reference your Control number.

REQUESTING A PAPER COPY OF THE PROXY MATERIALS

By telephone please call 1-888-266-6791,
or
By logging on to <https://www.cstproxy.com/XPEL/2023>
or
By email at: proxy@continentalstock.com

Please include the company name and your control number in the subject line.



Your **Vote** Counts!

XPEL INC

2023 Annual Meeting

Vote by May 23, 2023

11:59 PM ET



Hattons, Inc.
P.O. Box 9142
Farmingdale, NY 11735

Ricky Campana
P.O. Box 123456
Suite 500
51 Mercedes Way
Edgewood, NY 11717

1 OF 2
327,224
148,294

30#



FLASHID-JOB#

You invested in XPEL 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 material for the shareholder meeting to be held on May 24, 2023.**

Get informed before you vote

View the Form 10-K, Notice & Proxy Statement online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 10, 2023. If you would like to request a copy of the material(s) for this and/or future shareholder 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 #

XXXX XXXX XXXX XXXX



Smartphone users

Point your camera here and vote without entering a control number



Vote in Person at the Meeting*

May 24, 2023
10:00 AM CDT

Marriot Rivercenter
101 Bowie Street
San Antonio, Texas 78205

*If you choose to vote these shares in person at the meeting, you must request a "legal proxy." To do so, please follow the instructions at www.ProxyVote.com or request a paper copy of the materials, which will contain the appropriate instructions. 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 shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

XPEL INC
 2023 Annual Meeting
 Vote by May 23, 2023
 11:59 PM ET

Voting Items	Board Recommends
1. Election of Directors Nominees: 01 Ryan L. Pape 03 Stacy L. Bogart 05 Michael A. Klonne 02 Mark E. Adams 04 Richard K. Crumly	<input checked="" type="checkbox"/> For
2. To ratify the appointment of Deloitte & Touche LLP as XPEL's independent registered public accounting firm for the year ended December 31, 2023.	<input checked="" type="checkbox"/> For
3. To approve an amendment to the XPEL, Inc. 2020 Equity Incentive Plan to increase the number of shares reserved under the Plan from 275,000 shares to 550,000 shares.	<input checked="" type="checkbox"/> For
4. To approve, on an advisory basis, a resolution on executive compensation.	<input checked="" type="checkbox"/> For

NOTE: NOTE: Transact any other business that has been properly brought before the meeting in accordance with the provisions of the Company's Amended and Restated Bylaws.

Under New York Stock Exchange rules, brokers may vote "routine" matters at their discretion if your voting instructions are not communicated to us at least 10 days before the meeting. **We will nevertheless follow your instructions, even if the broker's discretionary vote has already been given, provided your instructions are received prior to the meeting date.**