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

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

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
   (set forth the amount on which the filing fee is calculated and state how it was determined):
(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 invested in BOOKING HOLDINGS 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 June 3, 2021.

Get informed before you vote
View the Proxy Statement & Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 20, 2021. 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 #

Smartphone users
Point your camera here and vote without entering a control number

Vote Virtually at the Meeting*
June 3, 2021
11:00 a.m. Eastern time
Virtually at:
www.virtualshareholdermeeting.com/BKNG2021

*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.

**Voting Items**

1. **To elect eleven directors to hold office until the next annual meeting of stockholders and until their respective successors are elected and qualified.**
   - **Nominees:**
     - 01) Timothy M. Armstrong
     - 02) Glenn D. Fogel
     - 03) Mirian M. Graddick-Weir
     - 04) Wei Hopeman
     - 05) Robert J. Mylod, Jr.
     - 06) Charles H. Noski
     - 07) Nicholas J. Raad
     - 08) Thomas E. Rothman
     - 09) Bob van Dijk
     - 10) Lynn M. Voyodich
     - 11) Vanessa A. Wittman
   - **Board Recommends:**
     - ![For]

2. **Advisory vote to approve 2020 executive compensation.**
   - **Board Recommends:**
     - ![For]

3. **Management proposal to amend the Company's 1999 Omnibus Plan.**
   - **Board Recommends:**
     - ![For]

4. **Ratification of Deloitte & Touche LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2021.**
   - **Board Recommends:**
     - ![For]

5. **Management proposal to amend the Company's Certificate of incorporation to allow stockholders the right to act by written consent.**
   - **Board Recommends:**
     - ![For]

6. **Stockholder proposal requesting the right of stockholders to act by written consent.**
   - **Board Recommends:**
     - ![Against]

7. **Stockholder proposal requesting the Company issue a climate transition report.**
   - **Board Recommends:**
     - ![Against]

8. **Stockholder proposal requesting the Company hold an annual advisory stockholder vote on the Company's climate policies and strategies.**
   - **Board Recommends:**
     - ![Against]

**NOTE:** Such other business as may properly come before the meeting or any adjournment thereof.