

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

**SCHEDULE 14A**  
(Rule 14a-101)

SCHEDULE 14A INFORMATION

**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

**NVIDIA CORPORATION**

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(Name of Registrant as Specified In Its Charter)

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(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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# Your **Vote** Counts!

**NVIDIA CORPORATION**

2024 Annual Meeting

Vote by June 25, 2024

8:59 PM PDT



V48781-P03950

## You invested in NVIDIA CORPORATION 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 26, 2024.**

### Get informed before you vote

View the Annual Review, Notice of Annual Meeting, 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 June 12, 2024 to facilitate timely delivery. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you must (1) visit [www.proxyvote.com](http://www.proxyvote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. There is no charge to you for requesting a copy. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and vote without entering a control number



#### Vote Virtually at the Meeting\*

June 26, 2024  
9:00 a.m. PDT

Virtually at:  
[www.virtualshareholdermeeting.com/NVDA2024](http://www.virtualshareholdermeeting.com/NVDA2024)

\*The company will be hosting the meeting live via the Internet this year at the website address above. Please check the proxy materials for instructions on how to access the meeting.

Vote at [www.ProxyVote.com](http://www.ProxyVote.com)

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the more complete proxy materials that are available to you online or by mail. You may view the proxy materials at [www.proxyvote.com](http://www.proxyvote.com) or easily request a paper copy. We encourage you to access and review all of the important information contained in the proxy materials before voting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Election of Directors <b>Nominees:</b>	
1a. Robert K. Burgess	✓ For
1b. Tench Coxe	✓ For
1c. John O. Dabiri	✓ For
1d. Persis S. Drell	✓ For
1e. Jen-Hsun Huang	✓ For
1f. Dawn Hudson	✓ For
1g. Harvey C. Jones	✓ For
1h. Melissa B. Lora	✓ For
1i. Stephen C. Neal	✓ For
1j. A. Brooke Seawell	✓ For
1k. Aarti Shah	✓ For
1l. Mark A. Stevens	✓ For
2. Advisory approval of our executive compensation.	✓ For
3. Ratification of the selection of PricewaterhouseCoopers LLP as our independent registered public accounting firm for fiscal year 2025.	✓ For
4. Advisory approval of a stockholder proposal to replace the supermajority voting provisions in our charter and bylaws with a simple majority voting standard.	None
<b>NOTE:</b> In their discretion, the proxyholders are authorized to vote upon such other business as may properly come before the meeting or any adjournment thereof.	

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Delivery Settings".