

NVIDIA Corporation ANNUAL MEETING OF SHAREHOLDERS  
**JUNE 2, 2022**  
QUESTIONS FROM DWS INVESTMENT GMBH

Dear Members of the Board,

As one of the largest asset managers in Europe, ahead of your 2022 Annual Shareholders' Meeting, we would like to share our questions with you. As a responsible investor in NVIDIA Corporation, it is part of our fiduciary duty at DWS to express our expectations on sustainability in the best interest of our clients. Our commitment to responsible environmental and social practices as well as sound governance is not only a crucial element of our responsibilities but also forms an integral part of our investment process.

We appreciate the constructive dialogue we had to date. Thank you for your consideration and answers in advance. We would highly appreciate if we could receive your answers in written form. Please note that we will be also sharing our questions on our website on the day of your AGM.

Qualified, experienced and independent directors are essential for competent and efficient decision-making processes at board level. Having a majority of independent members serving on boards and committees, as well as respective independent chairs, is important for us to ensure objective-driven decision making and challenging discussions within the board. We regard the audit and nomination committees at NVIDIA to be less than majority independent due to several directors serving on the board for more than 10 years.

**Question 1:** Would you consider rotating the members in the mentioned committees in order to have a majority of members on each with a tenure of less than 10 years?

Increasingly more S&P 500 companies are integrating non-financial, sustainability-linked performance criteria into their variable executive compensation schemes. NVIDIA so far only measures executives on financial performance.

**Question 2:** Will you integrate non-financial criteria into your executive compensation plans reflecting the priorities set out in your Corporate Responsibility Report?

Although we appreciate that NVIDIA's executive compensation is 100% dependent on performance conditions, DWS expects that long-term incentive plans are measured over a period of at least three years and that each variable scheme is measured by a diverse set of metrics.

**Question 3:** Why is the non-GAAP operating income metric measured over a single year? Can we expect this to be measured over three years in the near future?

**Question 4:** Can we expect the annual bonus performance metrics to be diversified in the near term so that the bonus is not dependent on a single metric?

DWS acknowledges that the objectivity and criticality of auditors can be impeded due to long tenure. We therefore expect companies to rotate their auditors after ten years. The current audit firm's tenure is 18 years.

**Question 5:** How do you evaluate and ensure the objectivity and independence of the audit firm, in particular, after a long tenure? Would you consider a rotation of the audit firm in the near term?

**Question 6:** Would you be willing to commit to a regular audit tender process?

To conclude, we would like to thank all members of the Board and all the NVIDIA employees cordially on their commitment and dedication over the past year.

A special thank you in advance for your answers.