

Registered Number: 03900676

NVIDIA LTD
(the “Company”)

PRIVATE COMPANY LIMITED BY SHARES

SHAREHOLDERS’ WRITTEN RESOLUTION
CIRCULATED ON 26 JULY 2022
PURSUANT TO CHAPTER 2
OF PART 13 OF THE COMPANIES ACT 2006

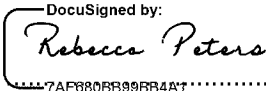
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution be passed as a special resolution.

SPECIAL RESOLUTION

THAT, the new Articles of Association, in the form of the annexed draft, be adopted in substitution for, and to the exclusion of, the Company’s existing Articles of Association.

Please read the explanatory notes at the end of this document before signifying your agreement to the resolutions.

We, the undersigned, were at the time the resolution was circulated entitled to vote on the resolution and irrevocably agree to the resolution.

Signed 
.....7AE680BB99BB4A1.....
for and on behalf of NVIDIA International,
Inc.

Date: 26 July 2022

EXPLANATORY NOTES FOR SHAREHOLDERS:

1. If you agree to the resolution, please signify your agreement by signing this document where indicated above and returning it to the Company by using one of the following methods:
 - (a) BY HAND: by delivering the signed copy to NVIDIA Ltd, 8th Floor, 20 Farringdon Street, London, United Kingdom, EC4A 4AB.
 - (b) BY POST: by returning the signed copy by post to NVIDIA Ltd, 8th Floor, 20 Farringdon Street, London, United Kingdom, EC4A 4AB.
 - (c) BY E-MAIL: by attaching a scanned copy of the signed document to an e-mail and sending it to Bronagh.Miller@cms-cmno.com.
 - (d) Electronic Signing Platform: via the DocuSign or any other similar electronic signing platform.

If you do not agree to the above resolution, you do not need to do anything.
2. Once you have signified your agreement to the resolution, you may not revoke your agreement.
3. Unless, by the date that falls 28 days after the circulation date (where the circulation date counts as day 1) sufficient agreement has been received for the resolution to be passed, it will lapse. If you agree to the resolution, please ensure that signification of your agreement reaches us before or on this date.
4. Sufficient agreement will have been reached to pass a special resolution if eligible members representing not less than 75% of the total voting rights of eligible members signify their agreement to it.
5. If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.