After applying the methodology described above, we determined the identity of our median employee for Fiscal 2024, whose Fiscal 2024 total compensation was \$266,939. Our CEO's Fiscal 2024 total compensation was \$34,167,902. Therefore, our Fiscal 2024 CEO to median employee pay ratio was 128:1.

This pay ratio represents a reasonable estimate of the relationship between the compensation of our CEO and that of our median employee for Fiscal 2024, calculated in a manner consistent with Item 402(u) of Regulation S-K and applicable guidance, which provide significant flexibility in how companies identify the median employee. Each company may use a different methodology, apply different exclusions, and make different assumptions. As a result, the pay ratio reported by other companies may not be comparable to ours.

Pay Versus Performance

NVIDIA's executive compensation program is guided by a pay for performance philosophy and is designed to align NEO pay with our stockholders' interests. Accordingly, a substantial portion of our NEOs' total compensation is based on the Company's performance under certain corporate financial metric goals, which for Fiscal 2024 included annual revenue, annual Non-GAAP Operating Income, annual Non-GAAP Gross Margin, and 3-year TSR relative to the S&P 500.

Amounts set forth below as "compensation actually paid," or CAP, have been calculated in accordance with Item 402(v) of Regulation S-K under the Securities Act, and do not represent the value of compensation actually paid to or received by our NEOs. For a discussion of our executive compensation program and philosophy, refer to our CD&A above.

The following table summarizes information regarding compensation for our NEOs, including CAP as well as certain financial performance metrics, during Fiscal 2024, 2023, 2022, and 2021. Fiscal 2024, 2023, and 2022 were 52-week years. Fiscal 2021 was a 53-week year.

					Value of Initial Fixed \$100 Investment Based on (7):			
Fiscal Year	Summary Compensation Table Total for CEO (\$) (1) (2)	Compensation Actually Paid to CEO (\$) (1) (3)	Average Summary Compensation Table Total for Non-CEO NEOs (\$) (4) (5)	Average Compensation Actually Paid to Non-CEO NEOs (\$) (4) (6)	Total Shareholder Return (\$)	Peer Group Total Shareholder Return (\$) (8)	Net Income (in millions) (\$)	Non-GAAP Operating Income (in millions) (\$) (9)
2024	34,167,902	234,132,305	12,247,411	85,558,057	978.42	190.57	29,760	37,134
2023	21,356,924	(4,118,947)	9,941,838	(1,364,661)	326.34	133.09	4,368	9,040
2022	23,737,661	105,543,768	8,910,802	38,453,071	365.66	158.12	9,752	12,690
2021	19,316,401	79,631,875	7,224,018	27,879,337	207.79	141.39	4,332	6,803

- (1) For Fiscal 2024, 2023, 2022, and 2021, our CEO was Jen-Hsun Huang.
- (2) The amounts in this column correspond with total compensation for our CEO as reported in our Summary Compensation Table above for the listed fiscal years.
- (3) The amounts in this column represent CAP calculated in accordance with Item 402(v) of Regulation S-K during the listed fiscal years. Adjustments to the Summary Compensation Table total compensation for our CEO to arrive at CAP for Fiscal 2024 were as follows:

Reconciliation of Summary Compensation Table Total Compensation for CEO to CAP

			Eq				
		(Deduct):	Add: Add/(Deduct): Add/(Deduct):				
Fiscal Year	Summary Compensation Table Total for CEO (\$)	Value of Equity Awards Reported in Summary Compensation Table (\$) (a)	Year End Fair Value of Awards Granted During the Year which were Unvested at Year End (\$) (b)	Year Over Year Change in Fair Value of Outstanding and Unvested Awards (\$) (b)	Change in Fair Value of Awards Granted in Prior Years which Vested During the Year (\$) (b)	Total Equity Award Adjustments (\$) (b) (c)	Compensation Actually Paid to CEO (\$)
2024	34,167,902	(26,676,415)	107,502,462	98,169,212	20,969,145	226,640,818	234,132,305

- (a) The amount in this column corresponds with the full grant date fair value, calculated in accordance with ASC 718, of "Stock Awards" for our CEO as reported in our Summary Compensation Table above for Fiscal 2024.
- (b) The equity award adjustments were calculated in accordance with the SEC methodology for determining CAP for each year shown. The amounts in these columns were determined by reference to (i) for MY PSU awards where the performance period was complete as of or prior to the applicable year end date and for SY PSU awards, the closing price of our common stock on the applicable year end date, as reduced by the present value of dividends expected to be paid on the underlying shares during the requisite service period, or the closing price of our common stock on the applicable vesting dates, and (ii) for MY PSU awards where the performance period was not yet complete as of the applicable year end date, the fair value as calculated by a Monte Carlo simulation model as of the respective year end date, for the listed fiscal years.
- (c) The valuation assumptions used to calculate fair values did not materially differ from those disclosed at the time of grant. Includes SY PSUs granted in Fiscal 2023 that failed to meet vesting conditions and were for
- (4) For Fiscal 2024, 2023, 2022, and 2021, our non-CEO NEOs were Colette M. Kress, Ajay K. Puri, Debora Shoquist, and Timothy S. Teter.
- (5) The amounts in this column correspond with the average of the total compensation for our non-CEO NEOs as reported in our Summary Compensation Table above for the listed fiscal years.