

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

SCHEDULE 14A  
(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

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 under §240.14a-12

**DIGITAL TURBINE, INC.**

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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!

DIGITAL TURBINE, INC.

2024 Annual Meeting  
Vote by August 26, 2024  
11:59 PM ET



V54342-P15503

### You invested in DIGITAL TURBINE, 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 materials for the stockholder meeting to be held on August 27, 2024 at 10:00 AM Central Time.**

### Get informed before you vote

View the Notice, Proxy Statement and Annual Report on Form 10-K online OR you can receive a free paper or email copy of the material(s) by requesting them prior to August 13, 2024. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (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. 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 in Person at the Meeting\*

August 27, 2024  
10:00 AM Central Time

110 San Antonio Street  
Suite 160  
Austin, TX 78701

\*Please check the meeting materials for any special requirements for meeting attendance. If you attend the Annual Meeting and wish to vote in person, you will need to request a ballot to vote these shares.

Vote at [www.Proxy](http://www.Proxy)

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## THIS IS NOT A VOTE

This is an overview of the proposed upcoming stockholder meeting, the reverse side to vote these items.

### Voting Items

1. Election of Directors  
**Nominees:**
  - 01) Roy H. Chestnutt
  - 02) Robert Deutschman
  - 03) Holly Hess Groos
2. To approve, in a non-binding manner, the compensation of the named executive officers as "Say-on-pay."
3. To ratify the appointment of the audit committee for the fiscal year ending March 31, 2011.
4. To approve an amendment to the charter of the corporation, or to make certain other changes to the charter of the corporation.

**NOTE:** The proxies are authorized to adjourn or postpone the meeting.

Prefer to receive an e-mail