

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**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 Section 240.14a-11 (c) or Section 240.14a-12

**TESLA, INC.**

**(Name of Registrant as Specified in its Charter)**

**(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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On June 23, 2022, Tesla, Inc. published the below pages on its website at [www.tesla.com/2022shareholdermeeting](http://www.tesla.com/2022shareholdermeeting) and [www.tesla.com/2022-meeting-terms](http://www.tesla.com/2022-meeting-terms):

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# 2022 Annual Meeting of Stockholders

Thursday, August 4, 2022 | 4:30 PM CT

Tesla's 2022 Annual Meeting of Stockholders will be held on Thursday, August 4, 2022, at 4:30 PM Central Time. Live video webcast of the event will be accessible to the general public below.

## Livestream

## Virtual Meeting

We are providing any stockholder as of June 6, 2022 the means to join the 2022 Annual Meeting virtually at [www.meetnow.global/MJKP2QF](https://www.meetnow.global/MJKP2QF). The virtual meeting will feature the same live audio webcasts accessible to the general public above, plus the option to submit votes and written comments on meeting agenda items. In order to join the virtual meeting, you will need a 15-digit secure "control number" unique to you, which you may obtain as follows:

- If you are a "stockholder of record" with shares registered directly in your name with our transfer agent, Computershare Trust Company (a minority of Tesla stockholders), you can find the control number on the Notice of Internet Availability or paper proxy card that was sent to you.
- If you are a "beneficial owner" and hold shares through a broker, bank or other organization (the vast majority of Tesla stockholders), you will have to register in advance to obtain a control number. Please ask your broker, bank or organization for a "legal proxy" for the 2022 Annual Meeting and submit a copy of it from your e-mail address with "Legal Proxy" in the subject line to

[legalproxy@computershare.com](mailto:legalproxy@computershare.com). If your request is received no later than 4:00 PM Central Time on July 29, 2022, you will receive a confirmation e-mail with your control number.

## Limited In-Person Events

In addition, we expect to accommodate a limited number of stockholders in-person at the 2022 Annual Meeting due to capacity restrictions. The event will be held at:

**Tesla, Inc.**  
1 Tesla Road  
Austin, TX 78725

To maximize fairness, we are conducting a random drawing to determine our stockholders' eligibility to attend the meeting in person. If you were stockholder on June 6, 2022, you may apply for this drawing.

Please note that you will have to upload proper evidence of Tesla stock ownership on June 6, 2022 (not any other date, including a different date in June 2022), which must be one of the following and must show your name. You may redact unrelated information such as account numbers and ownership of other securities.

If you were a "stockholder of record" on June 6, 2022,

- a "Notice of Internet Availability" or paper proxy card that was sent to you; or
- a statement of ownership from our transfer agent, Computershare, confirming your stock ownership on June 6, 2022.

If you were a "beneficial owner" on June 6, 2022,

- a notice regarding the 2022 Annual Meeting received from the broker, bank or other organization where you held your shares; or
- a "legal proxy" document from such organization stating that you have the authority to vote the shares at the 2022 Annual Meeting; or
- a statement or letter from such organization confirming your stock ownership on June 6, 2022.

If you are selected through the drawing, your selection is further subject to our confirmation of your identity through receipt of valid government-issued identification. Selections are non-transferable. Please carefully review the [2022 Annual Meeting Drawing Terms](#).

The deadline for the entry is Friday, July 1, 2022, at 11:59 PM Central Time. We expect to begin communicating selections during the week of July 4, 2022.

# Attend Tesla's 2022 Annual Meeting

Enter for a chance to attend Tesla's 2022 Annual Meeting in-person.

Entry must match your government-issued identification exactly. Please review the types of valid type ownership as of June 6, 2022 specified above and in the [2022 Annual Meeting Drawing Terms](#). No other evidence of ownership, or evidence of ownership of any other date, will be accepted.

First Name

Last Name

Email Address

Telephone Number

Address

Stockholder Entity You Represent (If Applicable)

Proof of Ownership on June 6, 2022  
PDF, JPG or PNG; max file size 10 MB

SELECT A FILE

I have read and agree to the [2022 Annual Meeting Drawing Terms](#).

I consent to be contacted about Tesla products, events and news including through automated calls or texts. I understand and agree to [Tesla's Privacy Notice](#) and [Terms of Use](#).

SUBMIT

I understand that if selected, I will be required to submit additional documentation of [eligibility](#).

# 2022 Annual Meeting Drawing Terms

**1. Participation.** Tesla will conduct a random drawing to determine its stockholders' eligibility to attend its 2022 Annual Meeting in person. The drawing will be held strictly in accordance with these 2022 Annual Meeting Drawing Terms ("Terms"), and no exceptions will be made. Participation is voluntary and does not create a legal partnership, agency, or other relationship between an applicant and Tesla. Entries must be made by Friday, July 1, 2022 at 11:59 PM Central Time. Incomplete applications or attempted applications by means other than through the online application form will not be considered.

NO PURCHASE OR PAYMENT OF ANY KIND IS NECESSARY TO APPLY OR BE SELECTED. A PURCHASE OR PAYMENT WILL NOT INCREASE AN APPLICANT'S CHANCES OF BEING SELECTED. DRAWING IS VOID WHERE PROHIBITED BY APPLICABLE LAW.

By participating in the drawing, each applicant certifies that such applicant is of the legal age of majority in the jurisdiction in which such applicant resides (at least 18 years of age in many countries) and such applicant represents that such applicant is a stockholder and is legally permitted to participate.

**2. Eligibility.** Each applicant will be required to submit proper evidence of stock ownership as of June 6, 2022, which must be one of the following and must show the name of the stockholder:

*For "stockholders of record" on June 6, 2022,*

- a "Notice of Internet Availability" or paper proxy card that was sent to the stockholder; or
- a statement of ownership from Tesla's transfer agent, Computershare, confirming stock ownership as of June 6, 2022.

*For "beneficial owners" on June 6, 2022,*

- a notice regarding the 2022 Annual Meeting received from the broker, bank or other organization through which shares were held; or
- a "legal proxy" document from such organization indicating the stockholder's authority to vote the shares at the 2022 Annual Meeting; or
- a statement or letter from such organization confirming stock ownership as of June 6, 2022.

If selected, an applicant will be asked to submit a copy of valid government-issued identification and, where applicable, proof of address for such applicant. If the applicant is the stockholder and is a natural person, the name shown on such identification must match the name shown on the submitted evidence of stock ownership, as well as the name on the application. If the applicant represents a stockholder that is an entity, such applicant will also be asked to submit acceptable evidence of such applicant's legal ability

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to represent the stockholder, which must match the name shown on such identification. Acceptable government-issued identification must, at a minimum, include the applicant's current photo, full name, address or place of birth, identification number, and date of birth. If a selected applicant cannot satisfy these requirements in a timely manner, the selection will be forfeited.

THERE IS A MAXIMUM OF ONE APPLICATION PER STOCKHOLDER. TESLA WILL SCREEN FOR MULTIPLE APPLICATIONS BY OR ON BEHALF OF THE SAME STOCKHOLDER (INCLUDING REPRESENTATIVES OF THE SAME STOCKHOLDER ENTITY), AND ALL IDENTIFIED MULTIPLE APPLICATIONS BY OR ON BEHALF OF A STOCKHOLDER WILL BE DISQUALIFIED.

**3. Guests.** Each application is personal to the applicant submitting it. If an applicant is selected, under no circumstances will a spouse, domestic partner, child, or other family member or guest of such applicant (including a joint owner of shares) be admitted to the events unless such other person has separately applied for the drawing in his or her capacity as a stockholder and been selected. If the stockholder is an entity, only its legal representative who applies for and is selected in the drawing will be eligible for admission.

**4. General Conditions.** All determinations by Tesla with respect to the drawing or any applicant's eligibility will be final. Tesla, in its sole discretion, will determine the validity of each application. If Tesla determines or believes that any application is fraudulent, illegitimate or invalid, or that any applicant has failed to comply with or has violated any provision of these Terms, Tesla will have the right in its discretion to disqualify any affected applicant(s).

Tesla reserves the right to modify these procedures or whether and how the in-person portion of the events will be held in its sole discretion. Tesla may be required to or choose to further change the date, time, location and/or format of the events. **Irrespective of changes in schedule, government travel restrictions or other foreseeable and unforeseeable events, Tesla will not be responsible for any travel or lodging arrangements made or other expenses incurred in anticipation or furtherance of attending the events in person.**

INVITATIONS TO ATTEND THE EVENTS ARE NOT TRANSFERABLE AND ANY ATTEMPT TO TRANSFER AN INVITATION TO ANY OTHER PERSON WILL BE VOID AND WILL RESULT IN SUCH INVITATION BEING RESCINDED.

**5. Release and Limitations.** By participating in this drawing, and to the extent there are any media recordings (photograph/video) of the event, each applicant authorizes and releases Tesla, or its respective licensees, affiliates, successors, and assignees the right, where permitted by law, without any further notice, review or consent to print, publish, broadcast, distribute, and use, worldwide in any media now known or hereafter in perpetuity and on a worldwide basis, the photographs, images or video shared or captured with or on behalf of Tesla, including, without limitation, the content of media including subjects captured, associated content, voice, likeness, image or statements, as well as metadata information for any purpose including but not limited to news, publicity, advertising, public relations, or other promotional purposes without any expectation of

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compensation or remuneration now or in the future.

Each applicant also agrees that Tesla will have no liability for, and shall be held harmless by such applicant against, any liability for any injuries, losses or damages of any kind to persons, including personal injury or death, or property resulting in whole or in part, directly or indirectly, from acceptance, or participation in this drawing, or any claims based on publicity rights, defamation or invasion of privacy. The released parties are not responsible if any eligibility is revoked due to cancellations, delays, or interruptions due to acts of God, acts of war, natural disasters, weather, or terrorism.

**6. Notification of Selection.** Each selected applicant will be notified by direct email using the email address provided during the application. Each selected applicant must respond to the direct email message within **forty-eight (48) hours** after the direct email message is sent. If such selected applicant does not respond to the direct email message with a submission of legible and complete copy of any additional proper evidence demonstrating eligibility to attend this event as described in **Section 2**, such selected applicant may be disqualified, and Tesla reserves the right to select an alternative applicant at random.

**7. Conduct.** By participating in this drawing, each applicant agrees in advance, if selected, to conduct himself or herself at the events in a responsible, professional and courteous manner, free from disruptive behavior, including foul language and obscene gestures (as well as any obscene or indecent messages on signs or clothing). Each selected applicant will further comply with local California public health authority requirements, requests from Tesla staff regarding safety and any changes to operations and/or emergency response procedures. Any lack of adherence to this code of conduct may result in permanent disqualification from future Tesla events, as well as potential violation of local ordinances resulting in possible arrest and prosecution.

**8. Governing Law.** Any litigation or dispute resolution between the applicant and Tesla arising out of or relating to these Terms, will take place in the Western District of Texas, and each applicant and Tesla hereby consent to the personal jurisdiction of and exclusive venue in the state and federal courts within that District with respect to any such litigation or dispute resolution. This Agreement will be governed by and construed in accordance with the laws of the United States and the State of Texas, except that body of Texas law concerning conflicts of law.

**9. Privacy.** Each applicant applying for a chance to attend the events in-person acknowledges and understands that the application information submitted may be stored and processed in any country which Tesla has facilities or in which Tesla engages service providers. Those countries may not have the same data protection laws as the country in which an applicant initially provided that information. When Tesla transfers information from or about an applicant to other countries, Tesla will protect it as described in Tesla's [Privacy Notice](#). By submitting your application, or otherwise providing information to Tesla, each applicant consents to the transfer of information from or about such applicant to countries outside of such applicant's country of residence, including the United States. Applicant information will not be used for marketing, and processed and retained only for the purposes described herein, and in accordance with Tesla's [Privacy Notice](#).