
**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 Pursuant to §240.14a-12

VIANT TECHNOLOGY 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 the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount previously paid:

(2) _____
Form, Schedule or Registration Statement No.:

(3) _____
Filing Party:

(4) _____
Date Filed:



Viant Technology Inc.
2722 Michelson Drive, Suite 100
Irvine, California 92612

Dear Stockholder,

The definitive proxy statement for the 2025 Annual Meeting of Stockholders (the “Proxy Statement”) of Viant Technology Inc., a Delaware corporation (the “Company”), to be held on June 5, 2025 (the “Meeting”), was filed with the Securities and Exchange Commission on April 23, 2025. Since then, there have been developments regarding the Board of Directors of the Company (the “Board”). We are reaching out to you to describe these recent events and to supplement portions of the Proxy Statement as set forth in this Supplement to the Proxy Statement.

Recent Developments

On May 10, 2025, the Board elected Brett Wilson as a Class II director of the Company and appointed Mr. Wilson to the Board’s Audit Committee, in each case effective on May 12, 2025. The Board determined that Mr. Wilson qualifies as “independent” in accordance with the listing requirements of The Nasdaq Stock Market and satisfies the independence requirements under the Nasdaq listing rules and Rule 10A-3(b)(1) of the Exchange Act.

Mr. Wilson is a co-founder and general partner at Swift Ventures (“Swift”), a venture capital firm, which was founded in 2021. Prior to founding Swift, Mr. Wilson served as VP and GM, Advertising, at Adobe Inc. (“Adobe”) from 2016 to 2019. From 2007 to 2016, Mr. Wilson served as co-founder and CEO of TubeMogul (formerly, Nasdaq: TUBE), which was a leading software company for brand advertising, specializing in digital video advertising and programmatic buying, prior to its acquisition by Adobe in 2016. Mr. Wilson currently serves on the boards of directors of various private companies, including WeTravel, Inc., Arize AI, Inc. and Capsule.Video Inc. He also serves on the board of advisors of the University of California, Berkeley, Haas School of Business. Mr. Wilson received a B.S. degree from California State University, Chico, and his M.B.A. from the University of California, Berkeley, Haas School of Business. We believe Mr. Wilson is qualified to serve on our Board because of his significant digital advertising expertise and management experience, which we believe provides valuable insight for our business.

Mr. Wilson does not beneficially own any securities of the Company.

Following Mr. Wilson’s appointment to the Board’s Audit Committee, the Company regained compliance with the Audit Committee composition requirements under Rule 5605(c)(2)(A) of the Nasdaq Stock Market LLC.

The above recent developments will have no impact on the items to be voted on at the Meeting or on any proxy previously submitted.

Sincerely,

A handwritten signature in black ink, appearing to read "Timothy C. Vanderhook".

Tim Vanderhook
Chief Executive Officer and Chairman