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

## **SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant  $\boxtimes$ 

Filed by a Party other than the Registrant  $\Box$ 

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

# **Cipher Mining 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):

 $\boxtimes$  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



#### **CIPHER MINING INC.**

2024 Annual Meeting Vote by May 01, 2024 11:59 PM ET



### You invested in CIPHER MINING 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 material for the shareholder meeting to be held on May 02, 2024.

### Get informed before you vote

View the Notice & Proxy Statement, Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to April 18, 2024. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to 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.

Pv	For complete information a Control #	and to vote, visi	t <b>www.ProxyVote.com</b>
	Smartphone users bint your camera here and vote without entering a control number	Virtually at: www.virtualshar	Vote Virtually at the Meeting* May 02, 2024 8:00 AM EDT reholdermeeting.com/CIFR2024

\*Please check the meeting materials for any special requirements for meeting attendance.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Vot	ng Items			Board Recommends
1.	Election of Directors			
	Nominees:			✓For
	01) Tyler Page	02)	Cary Grossman	
2.	Ratification of the appointment of Marcum LLP as our independent registered public accounting firm for 2024.			<b>⊘</b> For
3.	Approval of an amendment to our Second Amended and Restated Certificate of Incorporation to provide for exculpation of officers from breaches of fiduciary duty to the fullest extent permitted by the General Corporation Law of the State of Delaware.			

NOTE: Such other business as may properly come before the meeting or any continuation, postponement or adjournment thereof.

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Sign up for E-delivery".