

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

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

NUVEEN CHURCHILL DIRECT LENDING CORP.

(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 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.

CHURCHILL from nuveen

NUVEEN CHURCHILL DIRECT LENDING CORP.
375 PARK AVENUE, 9TH FLOOR
NEW YORK, NY 10152

Your **Vote** Counts! NUVEEN CHURCHILL DIRECT LENDING CORP.

2025 Annual Meeting
Vote by May 28, 2025
11:59 p.m. ET



V68606-P29413

You invested in NUVEEN CHURCHILL DIRECT LENDING CORP. 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 shareholder meeting to be held on May 29, 2025 at 10:30 a.m., Eastern Time.**

Get informed before you vote

View the Notice of the Annual Meeting, the Proxy Statement and the Annual Report on Form 10-K online at www.ProxyVote.com, OR you can receive a free paper or email copy of the material(s) by requesting prior to May 15, 2025. 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.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote Virtually at the Annual Meeting*

May 29, 2025
10:30 a.m., Eastern Time

Virtually at:
www.virtualshareholdermeeting.com/NCDL2025

*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 Annual Meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. The election of the following persons as directors, who will each serve as a director of Nuveen Churchill Direct Lending Corp.'s (the "Company") board of directors until 2028, or until their respective successor is duly elected and qualified. Class II directors (term ending at the Annual Meeting): 01) Reena Aggarwal 02) James Ritchie	✔ For
2. Approval of a proposal to authorize the Company, subject to the approval of the Company's board of directors, to sell or otherwise issue shares of its common stock during the next year at a price below the Company's then current net asset value per share, subject to certain conditions as set forth in the proxy statement.	✔ For

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Delivery Settings"

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