NVIDIA CORP Form 3 July 25, 2013

FORM 3

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

OMB APPROVAL

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response...

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

January 31, 2005

0.5

Estimated average burden hours per

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

HUDSON DAWN E

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

07/18/2013

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

NVIDIA CORP [NVDA]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O NVIDIA CORPORATION, Â 2701 SAN TOMAS EXPRESSWAY

(Street)

(Check all applicable) 10% Owner _X_ Director

Officer Other (give title below) (specify below) 6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

SANTA CLARA. CAÂ 95050

(State)

1. Title of Security (Instr. 4)

(City)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities

Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial

Ownership Form: (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security**

4 Conversion or Exercise

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 4)

Expiration Title Date Exercisable Date

Amount or Number of Price of Derivative Security: Security Direct (D) (Instr. 5)

1

Shares

or Indirect (I) (Instr. 5)

Reporting Owners

SANTA CLARA, CAÂ 95050

Reporting Owner Name / Address

Director 10% Owner Officer Other

HUDSON DAWN E

C/O NVIDIA CORPORATION
2701 SAN TOMAS EXPRESSWAY

Relationships

Director 10% Owner Officer Other

Signatures

/s/ Rebecca Peters, Attorney-in-Fact for Dawn E. Hudson

07/25/2013

**Signature of Reporting Person

Date

Explanation of Responses:

No securities are beneficially owned

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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