

NVIDIA CORP
Form 8-K
August 11, 2004

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **August 9, 2004**

NVIDIA CORPORATION

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

0-23985

(Commission File Number)

94-3177549

(I.R.S. Employer Identification No.)

**2701 San Tomas Expressway
Santa Clara, CA 95050**

(Address of principal executive offices and zipcode)

(Registrant's telephone number, including area code): **(408) 486-2000**

Item 5. Other Events and Regulation FD Disclosure.

On August 9, 2004, NVIDIA Corporation issued a press release announcing a stock repurchase program under which NVIDIA may purchase up to \$300,000,000 of its common stock. The press release is filed and attached as Exhibit 99.1 and is incorporated herein by reference.

Item 7. Financial Statements and Exhibits.

(c) Exhibits

- 99.1 Press Release, dated August 9, 2004, entitled NVIDIA Corporation Announces Stock Repurchase Program.
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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NVIDIA Corporation

By: /s/ Marvin D. Burkett

Marvin D. Burkett

Chief Financial Officer

Date: August 10, 2004

EXHIBIT INDEX

Exhibit Number	Description
99.1	Press Release, dated August 9, 2004, entitled NVIDIA Corporation Announces Stock Repurchase Program.