

NVIDIA CORP  
Form 4  
January 13, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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 \*  
HUANG JEN HSUN

(Last) (First) (Middle)

C/O NVIDIA CORPORATION, 2701 SAN TOMAS EXPRESSWAY

(Street)

SANTA CLARA, CA 95050

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
NVIDIA CORP [NVDA]

3. Date of Earliest Transaction (Month/Day/Year)  
01/12/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	01/12/2017		M <sup>(1)</sup>	41,666 A \$ 18.1	1,751,872	D	
Common Stock	01/12/2017		S <sup>(1)</sup>	41,666 D \$ 102.741	1,710,206	D	
Common Stock	12/14/2016		G	V 143,755 D \$ 0	15,953,830	I	By Trust <sup>(3)</sup>
Common Stock	12/19/2016		G	V 3,275 D \$ 0	15,950,555	I	By Trust <sup>(3)</sup>
	12/22/2016		G	V 4,638 D \$ 0	15,945,917	I	By Trust <sup>(3)</sup>

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Common Stock				
Common Stock	1,237,239	I		By Partnership <sup>(4)</sup>
Common Stock	557,000	I		By Irrevocable Trust <sup>(5)</sup>
Common Stock	769,705	I		The Jen-Hsun Huang 2016 Annuity Trust I Agreement
Common Stock	769,705	I		The Jen-Hsun Huang 2016 Annuity Trust II Agreement
Common Stock	769,705	I		The Lori Lynn Huang 2016 Annuity Trust I Agreement
Common Stock	769,705	I		The Lori Lynn Huang 2016 Annuity Trust II Agreement

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

