

NVIDIA CORP  
Form 8-K  
August 11, 2004

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

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**FORM 8-K**

**CURRENT REPORT**

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

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

**NVIDIA CORPORATION**

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(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**

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(Address of principal executive offices and zipcode)

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

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**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

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**EXHIBIT INDEX**

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