

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * HUANG JEN HSUN <small>(Last) (First) (Middle)</small> C/O NVIDIA CORPORATION 2788 SAN TOMAS EXPRESSWAY <small>(Street)</small> SANTA CLARA CALIFORNIA 95051 <small>(City) (State) (Zip/Postal Code)</small> UNITED STATES <small>(Country)</small>	2. Issuer Name and Ticker or Trading Symbol NVIDIA CORP [NVDA] 3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">3/18/2026</p> 4. If Amendment, Date Original Filed (MM/DD/YYYY)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President and CEO 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	3/18/2026		F		437,908 ⁽¹⁾	D	\$181.93	70,191,975 ⁽²⁾	D	
Common Stock	3/18/2026		G		29,481,301 ⁽³⁾	D	\$0	0 ⁽⁴⁾	I	By Grantor Retained Annuity Trust 1
Common Stock	3/18/2026		G		29,481,301 ⁽⁵⁾	D	\$0	0 ⁽⁶⁾	I	By Grantor Retained Annuity Trust 2
Common Stock	3/18/2026		G		58,962,602 ⁽³⁾ ⁽⁵⁾	A	\$0	109,040,602	I	By Irrevocable Remainder Trust
Common Stock								6,632,667 ⁽⁷⁾	I	By Limited Liability Company 1
Common Stock								6,632,667 ⁽⁸⁾	I	By Limited Liability Company 2
Common Stock								528,531,547 ⁽⁴⁾⁽⁶⁾⁽⁷⁾⁽⁸⁾	I	By Trust ⁽⁹⁾
Common Stock								31,421,011	I	By Irrevocable Trust ⁽¹⁰⁾
Common Stock								30,000,000	I	By Limited Liability Company 3 ⁽¹¹⁾
Common Stock								30,000,000	I	By Limited Liability Company 4 ⁽¹²⁾

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- (1) Represents shares withheld by the Issuer to satisfy taxes due by the Reporting Person in connection with the vesting of restricted stock units previously reported on a Form 4.
- (2) Includes 445,323 shares issued upon the vesting of restricted stock units previously reported on a Form 4.
- (3) Represents a transfer of shares by The Lori Lynn Huang 2016 Annuity Trust II Agreement (the "Grantor Retained Annuity Trust 1") to The Huang Irrevocable Remainder Trust u/a/d February 19, 2016 (the "Irrevocable Remainder Trust"), of which the Reporting Person is a trustee, upon termination of the Grantor Retained Annuity Trust 1.
- (4) Reflects a transfer of 30,884 shares by the Grantor Retained Annuity Trust 1 to the Jen-Hsun & Lori Huang Living Trust, u/a/d May 1, 1995 (the "Trust") to satisfy annuity payments.
- (5) Represents a transfer of shares by The Jen-Hsun Huang 2016 Annuity Trust II Agreement (the "Grantor Retained Annuity Trust 2") to the Irrevocable Remainder Trust, upon termination of the Grantor Retained Annuity Trust 2.
- (6) Reflects a transfer of 30,884 shares by the Grantor Retained Annuity Trust 2 to the Trust to satisfy annuity payments.
- (7) Reflects a transfer of 3,367,333 shares from TARG S LLC (the "Limited Liability Company 1"), of which the Trust is the sole member, to the Trust to satisfy annuity payments.
- (8) Reflects a transfer of 3,367,333 shares from TARG M LLC (the "Limited Liability Company 2"), of which the Trust is the sole member, to the Trust to satisfy annuity payments.
- (9) The shares are held by Jen-Hsun Huang and Lori Huang, as co-trustees of the Trust.
- (10) The shares are held by The Huang 2012 Irrevocable Trust, of which the Reporting Person is a trustee.
- (11) The shares are held by TARG S2 LLC, of which the Trust is the sole member.
- (12) The shares are held by TARG M2 LLC, of which the Trust is the sole member.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUANG JEN HSUN C/O NVIDIA CORPORATION 2788 SAN TOMAS EXPRESSWAY SANTA CLARA CALIFORNIA 95051 UNITED STATES	X		President and CEO	

Signatures

/s/ Tina Ashcraft, Attorney-in-Fact for Jen-Hsun Huang

3/20/2026

**Signature of Reporting Person

Date

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

* If the form is filed by more than one reporting person, *see* Instruction 4(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.

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.

* Form 4: SEC 1474 (03-26).