

# FORM 4

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

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.

**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 * <b>HUANG JEN HSUN</b> <small>(Last) (First) (Middle)</small> <b>C/O NVIDIA CORPORATION, 2788          SAN TOMAS EXPRESSWAY</b> <small>(Street)</small> <b>SANTA CLARA, CA 95051</b> <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol <b>NVIDIA CORP [ NVDA ]</b>  3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center"><b>3/2/2026</b></p>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <span style="margin-left: 100px;"><input type="checkbox"/> 10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="margin-left: 100px;"><input type="checkbox"/> Other (specify below)</span> <b>President and CEO</b>  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
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

**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	3/2/2026		A		179,411 <sup>(1)</sup>	A	\$0 <sup>(2)</sup>	69,872,523 <sup>(3)</sup>	D	
Common Stock	3/2/2026		A		757,360 <sup>(4)</sup>	A	\$0 <sup>(2)</sup>	70,629,883	D	
Common Stock								521,735,113	I	By Trust <sup>(5)</sup>
Common Stock								31,421,011	I	By Irrevocable Trust <sup>(6)</sup>
Common Stock								50,078,000	I	By Irrevocable Remainder Trust <sup>(7)</sup>
Common Stock								29,512,185	I	By Grantor Retained Annuity Trust 1 <sup>(8)</sup>
Common Stock								29,512,185	I	By Grantor Retained Annuity Trust 2 <sup>(9)</sup>
Common Stock								10,000,000	I	By Limited Liability Company 1 <sup>(10)</sup>
Common Stock								10,000,000	I	By Limited Liability Company 2 <sup>(11)</sup>
Common Stock								30,000,000	I	By Limited Liability Company 3 <sup>(12)</sup>
Common Stock								30,000,000	I	By Limited Liability Company 4 <sup>(13)</sup>

**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 Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

**Explanation of Responses:**

- (1) Represents the number of shares earned based on the achievement of a pre-established operating plan performance goal during the Issuer's fiscal year ended January 25, 2026. The shares earned will vest as to 25% on March 18, 2026 and as to 6.25% of the shares every three months thereafter, such that the shares are fully vested on approximately the four (4) year anniversary of the date of grant.
- (2) The shares represent restricted stock units that were received as an award, for no consideration.
- (3) Includes 77 shares purchased pursuant to the Issuer's Employee Stock Purchase Plan on February 27, 2026.
- (4) Represents the number of shares earned based on achievement of a pre-established performance goal from January 30, 2023 through January 25, 2026. The shares earned will vest as to 100% on March 18, 2026, such that the shares will be fully vested on approximately the three (3) year anniversary of the date of grant.
- (5) The shares are held by Jen-Hsun Huang and Lori Huang, as co-trustees of the Jen-Hsun & Lori Huang Living Trust, u/a/d May 1, 1995 (the "Trust").
- (6) The shares are held by The Huang 2012 Irrevocable Trust, of which the Reporting Person is a trustee.
- (7) The shares are held by The Huang Irrevocable Remainder Trust u/a/d February 19, 2016, of which the Reporting Person is a trustee.
- (8) The shares are held by The Lori Lynn Huang 2016 Annuity Trust II Agreement.
- (9) The shares are held by The Jen-Hsun Huang 2016 Annuity Trust II Agreement.
- (10) The shares are held by TARG S LLC, of which the Trust is the sole member.
- (11) The shares are held by TARG M LLC, of which the Trust is the sole member.
- (12) The shares are held by TARG S2 LLC, of which the Trust is the sole member.
- (13) 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, CA 95051	X		President and CEO	

**Signatures**

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

3/4/2026

\*\*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.

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