UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): **November 22, 2026**

NVIDIA CORPORATION

(Exact name of registrant as specified in its charter)

Delaware	**0-23985**	**94-3177549**
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

2788 San Tomas Expressway, Santa Clara, CA 95051

(Address of principal executive offices) (Zip Code)

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

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	**Trading Symbol(s)**	**Name of each exchange on which registered**
Common Stock, $0.001 par value per share	NVDA	The Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging Growth Company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On November 22, 2026, the Board of Directors of NVIDIA Corporation reinstated Jen-Hsun Huang as NVIDIA's President, Chief Executive Officer and member of the Board of Directors, effective immediately.
Following the reinstatement of Mr. Huang, Ms. Kress will continue to serve as NVIDIA's Executive Vice President and Chief Financial Officer.

A copy of the press release announcing the above is attached as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit	Description
99.1	Press Release, dated November 23, 2026
104	The cover page of this Current Report on Form 8-K, formatted in inline XBRL (included as Exhibit 101)

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.

Date: November 23, 2026

NVIDIA Corporation
By: /s/ Colette M. Kress
Colette M. Kress
Executive Vice President and Chief Financial Officer

NVIDIA Board Reinstates Jensen Huang as President, CEO and Board Director

SANTA CLARA, Calif.—November 23, 2026—NVIDIA (NASDAQ: NVDA) today announced that effective immediately, Jensen Huang has been reinstated as President and Chief Executive Officer, and as a member of the Board. The Board of Directors voted unanimously to reinstate Mr. Huang following a series of discussions and meetings with Mr. Huang, after which the Board was satisfied with respect to Mr. Huang's candor and ability to lead NVIDIA. In the process of reaching its decision, the Board received input from senior levels of the United States government, and based on that input, the Board is confident that Mr. Huang's reinstatement poses no national security risk.

"The Board believes Jensen is the right person to lead NVIDIA, and that his reinstatement is in the best interests of our stockholders, employees, partners, and customers," said Harvey C. Jones, Chair of the Board. "We have every confidence in Jensen and look forward to working with him as he resumes his leadership of the Company. We are grateful to Colette Kress for her outstanding service as interim CEO, in addition to her continuing responsibilities as NVIDIA's Chief Financial Officer." Mr. Jones will continue to serve as Board chair.

"I am honored to return to NVIDIA and lead one of the most consequential technology companies in the world at the beginning of a new industrial revolution," said Jensen Huang. "I take this responsibility with the greatest humility and renewed commitment. I want to thank the NVIDIA Board for its confidence and deliberation through this process. I am especially grateful to Harvey Jones for his leadership as Chair, and to Colette Kress and our executive staff for leading NVIDIA during this period. I am also deeply thankful to our employees, shareholders, leaders across the industry, and partners around the world for their extraordinary support. Above all, I am grateful for the love and support of my family. I can't wait to get back to work."

As previously announced, in light of recent reporting that Mr. Huang has been the target of a foreign intelligence effort, the Board formed a committee comprised solely of independent directors to investigate, and the committee retained independent counsel to assist it in that investigation. The Board reiterated that the committee's investigation will proceed to conclusion. Mr. Huang fully supports the investigation and is committed to cooperating with it.

The Board also recently formed a National Security and Export Control Committee comprised solely of independent directors to oversee trade compliance and national security risks. The committee is engaging counsel with experience in national security matters, and such counsel will be retaining advisors with expertise in national security matters. NVIDIA is commencing a search to fill a new position,

Chief Compliance Officer, to oversee compliance across NVIDIA and report to the Nominating and Corporate Governance Committee. NVIDIA will continue to cooperate with ongoing government investigations and inquiries.

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