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				OMB A	PPROVAL			
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								
Check this box if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHI								
(a) of the Public U	16(a) of the Securi Utility Holding Cor	npany Act	of 1935 or Secti	response	•			
Symbol								
			(Che	eck all applicabl	e)			
		Director 10% Owner X Officer (give title Other (specify below) below) Chief Financial Officer						
Filed(M	al	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 						
(7:)	ble I - Non-Derivative	Securities A		of or Beneficia	llv Owned			
2A. Deemed Execution Date, if any	3. 4. Securit TransactionAcquired Code Disposed (Instr. 8) (Instr. 3,	ies (A) or of (D) 4 and 5) (A) or	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			
e for each class of sec	Perso inforr requi displa	ons who res nation cont red to resp ays a curre	spond to the colle ained in this form ond unless the fo	n are not rm	SEC 1474 (9-02)			
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
	AENT OF CHA (suant to Section (a) of the Public V (30(h) of the N (30(h) of the N (30(h) of the N (30(h) of the N (1) (1) (1) (1) (1) (1) (1) (1) (1) (1)	Washington, D.C. 20 IENT OF CHANGES IN BENEF SECURITIES rsuant to Section 16(a) of the Securital of the Public Utility Holding Control 30(h) of the Investment Compares Person [*] 2. Issuer Name and Ticker of Symbol NVIDIA CORP [NVDA] Middle) 3. Date of Earliest Transaction (Month/Day/Year) 03/19/2008 V 4. If Amendment, Date Origina Filed(Month/Day/Year) 03/19/2008 V (Zip) Table I - Non-Derivative 2A. Deemed 3. 4. Securit Execution Date, if TransactionAcquired any Code Code V Amount code V Amount e for each class of securities beneficially ow Persoc inform required ispla numb le II - Derivative Securities Acquired, Dis Securities Acquired, Dis	Washington, D.C. 20549 AENT OF CHANGES IN BENEFICIAL OV SECURITIES rsuant to Section 16(a) of the Securities Exchar a) of the Public Utility Holding Company Act 30(h) of the Investment Company Act of 1 Person ⁺ 2. Issuer Name and Ticker or Trading Symbol NVIDIA CORP [NVDA] Middle) 3. Date of Earliest Transaction (Month/Day/Year) 03/19/2008 Middle) 3. Date of Earliest Transaction (Month/Day/Year) 03/19/2008 (Zip) Table I - Non-Derivative Securities A Filed(Month/Day/Year) (Zip) Table I - Non-Derivative Securities A Gode Disposed of (D) (Month/Day/Year) (Month/Day/Year) (Instr. 3) (Instr. 3, 4 and 5) (Zip) (A) or Code V Amount (D) Price (Persons who responding a securities of securities beneficially owned directly of the provide of theprovide of the provide of the provide of the provide of	Washington, D.C. 20549 AENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES rsuant to Section 16(a) of the Securities Exchange Act of 1934, a) of the Public Utility Holding Company Act of 1935 or Secti 30(h) of the Investment Company Act of 1940 Person 1 2. Issuer Name and Ticker or Trading Symbol NVIDIA CORP [NVDA] 5. Relationship Issuer Middle) 3. Date of Earliest Transaction (Month/Day/Year) 03/19/2008	STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB Number: MENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Expires: Estimated burden hou response. Suant to Section 16(a) of the Securities Exchange Act of 1934, a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 S. Relationship of Reporting Per Issuer Person 1 2. Issuer Name and Ticker or Trading Symbol S. Relationship of Reporting Per Issuer Middle) 3. Date of Earliest Transaction (Month/Day/Year) 03/19/2008 Director X. Officer (give title00 below) V Director X. Officer (give title00 below) One Reporting Per Issuer V Ante of Earliest Transaction (Month/Day/Year) Director X. Officer (give title00 below) V S. Anount of Below) Check all applicable below) V Check Disposed of (D) Beneficially S. Amount of Beneficially 2A. Deemed 3. 4. Securities TransactionAcquired (A) or Beneficially S. Amount of Beneficially Ownership Form: Direct Applicable Line) (Month/Day/Year) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (D) Beneficially Beneficially Ovner Ship Form: Direct Applicable Line) (Zip) Table I - Non-Derivative Securities Acquired (D) Code S. Amount of Code Beneficially Ovne d (D			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	of 8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	; D

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Da	y/Year)			(Month/Day/Year)		(Instr. 3 and 4)			
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 17.66	03/19/2008			А		75,000		<u>(1)</u>	03/19/2014	Common Stock	75,000
Repo	Reporting Owners											
Reporting Owner Name / Address		Relationships										
		Director	10% Ow	ner Officer				0	ther			
BURKETT MARVIN D C/O NVIDIA CORPORATION 2701 SAN TOMAS EXPRESSWAY SANTA CLARA, CA 95050			Chief Financial Officer									
Signa	tures											
-	ine Lillquist,		03/2	21/2008	3							
<u>**</u> Sign	ature of Reporting	Person	I	Date								
Expla	nation o	of Resno	nses.									

Explanation of Responses:

- * 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).

Fifty percent of the option shall vest two years and three months from March 19, 2008 which is June 19, 2010 and the remaining fifty
(1) percent shall vest two years and six months from March 19, 2008 which is September 19, 2010, such that the option shall be fully vested on the two year and six month anniversary of the grant date which is September 19, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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