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NVIDIA CORP
Form 8-K
September 17, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 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): September 17, 2003

NVIDIA CORPORATION

(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

(Address of principal executive offices and zipcode)

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

Item 5. Other Events and Required FD Disclosure.

On September 17, 2003, NVIDIA Corporation issued a press release announcing that its Board of Directors has approved the redemption, on October 24, 2003, of its 4 3/4% Convertible Subordinated Notes due 2007. The aggregate principal amount of the notes outstanding is \$300 million. The press release is attached as Exhibit 99.1 and is incorporated herein by reference.

SIGNATURES

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.

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NVIDIA CORPORATION

By: /s/ Marvin D. Burkett

Marvin D. Burkett
Chief Financial Officer

Date: September 17, 2003

EXHIBIT INDEX

| Exhibit Number ----- | Description ----- |
|-------------------------|--|
| 99.1 | Press Release, dated September 17, 2003 entitled "NVIDIA Corporation Announces Redemption of 4 3/4% Convertible Subordinated Notes." |