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NVIDIA CO Form 4	ORP									
February 18	3, 2015									
FORM	ЛД							OMB A	PPROVAL	
Washington, D.C. 20549								OMB Number:	3235-0287	
Check the check	nger							Expires:	January 31, 2005	
subject Section Form 4	to SIAIE 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSE SECURITIES							ed average nours per e 0.5	
Form 5 obligation may con <i>See</i> Inst 1(b).	ons ntinue. Section 17	(a) of the Pu	ction 16(a) of the line of the	lding Co	mpar	ny Act of	1935 or Section	I		
(Print or Type	Responses)									
SHANNON DAVID M Syn			2. Issuer Name and Ticker or Trading mbol VIDIA CORP [NVDA]				5. Relationship of Reporting Person(s) to Issuer			
			. Date of Earliest 7	-	-		(Check all applicable)			
C/O NVID CORPORA		() 0	Month/Day/Year) 2/13/2015	Tunsaction	I	-	Director X Officer (give below) EVP, C		6 Owner er (specify ury	
	(Street)	Fi	. If Amendment, D iled(Month/Day/Yea	-	al		6. Individual or Joi Applicable Line) _X_ Form filed by O Form filed by M	ne Reporting Po	erson	
SANTA C	LARA, CA 95050)					Person		porting	
(City)	(State)	(Zip)	Table I - Non-	Derivative	e Secu	rities Acqu	ired, Disposed of,	or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Data	3. te, if Transactio Code Year) (Instr. 8)		ed of		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
~			Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	02/13/2015		M <u>(1)</u>	10,000	А	\$ 10.2	255,160	D		
Common Stock	02/13/2015		S <u>(1)</u>	10,000	D	\$ 22.0965 (2)	245,160	D		
Common Stock							110,800	Ι	Shannon Revocable Trust <u>(3)</u>	

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 I S (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 10.2	02/13/2015		M <u>(1)</u>	10,000	<u>(4)</u>	03/17/2015	Common Stock	10,000	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SHANNON DAVID M C/O NVIDIA CORPORATION 2701 SAN TOMAS EXPRESSWAY SANTA CLARA, CA 95050			EVP, CAO & Secretary				
Signatures							
/s/ Rebecca Peters, Attorney-in-Fact for Shannon	or David I	М.	02/18/2015				
** Signature of Reporting Person	L		Date				

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).
- (1) This transaction was pursuant to a 10b5-1 Plan.

Represents weighted average sales price. The shares were sold at prices ranging from \$21.9184 to \$22.30. The Reporting Person will(2) provide upon request, to the SEC, the Issuer or security holder of the Issuer, full information regarding the number of shares sold at each separate price.

(3) The shares are held by the Shannon Revocable Trust, dated 9/24/1997, of which the Reporting Person is co-trustee.

(4) Fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners

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