

NVIDIA CORP  
Form 8-K  
June 21, 2016

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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FORM 8-K

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CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): June 16, 2016

NVIDIA CORPORATION  
(Exact name of registrant as specified in its charter)

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

2701 San Tomas Expressway, Santa Clara, CA 95050  
(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 (see General Instruction A.2. below):

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

(b) Retirement of Executive Vice President, Chief Administrative Officer and Secretary

On June 16, 2016, David M. Shannon, 60, Executive Vice President, Chief Administrative Officer and Secretary informed NVIDIA Corporation that he will retire at the end of the calendar year. Mr. Shannon joined NVIDIA in August 2002 and is currently responsible for NVIDIA's legal and human resources functions. Effective upon Mr. Shannon's retirement, NVIDIA's current Senior Vice President and General Counsel, Brian E. Cabrera, 51, will lead the legal team. NVIDIA will work to recruit a leader for the human resources function.

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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.

NVIDIA Corporation

Date: June 21, 2016 By: /s/ Rebecca Peters

Rebecca Peters

Vice President, Corporate Affairs and Assistant Secretary