#### Edgar Filing: NVIDIA CORP - Form 4

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(Print or Type	e Responses)											
SEAWELL A BROOKE Symbol					nd Ticker o P [NVDA			5. Relationship of Reporting Person(s) to Issuer				
(Month.				te of Earliest Transaction th/Day/Year) 4/2006				(Check all applicable) <u>X</u> Director Officer (give title 10% Owner below) Other (specify below)				
				I(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tal	ble I - Non	-Derivativ	e Secu		ired, Disposed of	or Beneficia	llv Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	ed Date, if	3. Transacti Code (Instr. 8)	4. Securit onor Dispos (Instr. 3, 4	ies Ac ed of (	quired (A) (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	03/14/2006			М	20,000	А	\$ 0.7875	20,000	D			
Common Stock	03/14/2006			S	20,000	D	\$ 49.1049	0	D			
Common Stock								50,000	I	By Seawell Revocable Trust		

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

Persons who respond to the collection of information contained in this form are not (9-02) required to respond unless the form

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# displays a currently valid OMB control number.

## 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)	TransactiorDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 E S (1
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Director Stock Option (Right to buy)	\$ 0.7875 (2)	03/14/2006		М	2	0,000	<u>(1)</u>	12/21/2007	Common Stock	20,000	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1. 6	Director	10% Owner	Officer	Other			
SEAWELL A BROOKE NVIDIA CORPORATION 2701 SAN TOMAS EXPRESSWAY SANTA CLARA, CA 95050	Х						
Signatures							
Christine Lillquist, Attorney-in-Fact	03/16/	2006					
**Signature of Reporting Person	Date	e					

### **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) An option to purchase 200,000 shares at an exercise price of \$0.7875 was granted on December 22, 1997. The option fully vested on December 22, 2001.
- (2) This option was originally reported as covering 50,000 shares at an exercise price of \$3.15 per share, but was adjusted to reflect the stock splits on June 26, 2000 and September 11, 2001.

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.