

NVIDIA CORP  
Form 8-K  
November 07, 2013

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): November 7, 2013

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

|   |  |  |
|---|--|--|
| Delaware<br>(State or other jurisdiction<br>of incorporation) | 0-23985<br>(Commission<br>File Number)   | 94-3177549<br>(IRS Employer<br>Identification No.) |
|   | 2701 San Tomas Expressway, Santa Clara, CA<br>(Address of principal executive offices) | 95050<br>(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:

- 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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SECTION 2 - Financial Information

Item 2.02 Results of Operations and Financial Condition.

On November 7, 2013, NVIDIA Corporation issued a press release announcing its results for the three and nine months ended October 27, 2013. The press release is attached as Exhibit 99.1 and is incorporated herein by reference.

Attached hereto as Exhibit 99.2 and incorporated by reference herein is financial information and commentary by Colette Kress, Executive Vice President and Chief Financial Officer of NVIDIA, regarding results of the quarter ended October 27, 2013, or the CFO Commentary. The CFO Commentary will be posted to [www.nvidia.com/ir](http://www.nvidia.com/ir) immediately after the filing of this Current Report.

The press release and CFO Commentary are furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or subject to the liabilities of that Section or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended. The information in this Current Report shall not be incorporated by reference in any filing with the U.S. Securities and Exchange Commission made by NVIDIA, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

SECTION 9 - Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

| Exhibit | Description  |
|---------|--|
| 99.1    | Press Release, dated November 7, 2013, entitled "NVIDIA Reports Financial Results for Third Quarter Fiscal 2014" |
| 99.2    | CFO Commentary on Third Quarter Fiscal Year 2014   |

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SIGNATURE

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.

Date: November 7, 2013

NVIDIA Corporation  
By: /s/ Colette M. Kress  
Colette M. Kress  
Executive Vice President and Chief Financial  
Officer

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EXHIBIT INDEX

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