

NUVASIVE INC
Form 4
December 03, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Miles Patrick

(Last) (First) (Middle)

7475 LUSK BLVD.

(Street)

SAN DIEGO, CA 92121

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NUVASIVE INC [NUVA]

3. Date of Earliest Transaction (Month/Day/Year)
12/01/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

President and COO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Common Stock | 12/01/2015 | | S | 981 ⁽¹⁾ | D \$ 52.19 | 31,646 ⁽²⁾ | D |
| Common Stock | 12/02/2015 | | M | 3,892 | A \$ 38.94 | 35,538 ⁽²⁾ | D |
| Common Stock | 12/02/2015 | | S | 3,892 ⁽¹⁾ | D \$ 52.58 ⁽³⁾ | 31,646 ⁽²⁾ | D |
| Common Stock | 12/02/2015 | | M | 82,080 | A \$ 38.94 | 113,726 ⁽²⁾ | D |
| Common Stock | 12/02/2015 | | F | 71,953 ⁽⁴⁾ | D \$ 52.48 | 41,773 ⁽²⁾ | D |

Edgar Filing: NUVASIVE INC - Form 4

Common Stock 12/03/2015 S 1,000⁽¹⁾ D \$ 52.53 40,773 (2) D (5)

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 required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

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. Transaction Code (Instr. 8) | 5. Number of Derivative 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option (Right to Buy) | \$ 38.94 | 12/02/2015 | | M | 3,892 | <u>(6)</u> 01/04/2018 | Common Stock | 3,892 |
| Employee Stock Option (Right to Buy) | \$ 38.94 | 12/02/2015 | | M | 82,080 | <u>(7)</u> 01/04/2018 | Common Stock | 82,080 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Miles Patrick 7475 LUSK BLVD. SAN DIEGO, CA 92121 | | | President and COO | |

Signatures

/s/ Jason M. Hannon, Attorney-in-Fact for Patrick S. Miles 12/03/2015

 **Signature of Reporting Person

 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) Sales effected pursuant to a Rule 10b5-1 Trading Plan adopted by the Reporting Person, which is intended to comply with Rule 10b5-1.
- (2) Shares directly held by the Reporting Person. The Reporting Person also holds conditional rights to receive shares pursuant to previously disclosed Company equity awards.

Weighted average sales price from sales transactions ranging from \$52.55 to \$52.73. Upon request by the Commission staff, the Issuer or

- (3) a security holder of the Issuer, the Reporting Person will undertake to provide full information regarding the number of shares sold at each separate price.

- (4) Payment of exercise price and tax liability by Issuer's withholding of shares incident to the respective option exercise.

Weighted average sales price from sales transactions ranging from \$52.45 to \$52.63. Upon request by the Commission staff, the Issuer or

- (5) a security holder of the Issuer, the Reporting Person will undertake to provide full information regarding the number of shares sold at each separate price.

- (6) The option, representing a right to purchase a total of 3,892 shares, was granted on January 4, 2008 and is fully vested.

- (7) The option, representing a right to purchase a total of 146,108 shares, was granted on January 4, 2008 and is 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.

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.