

NUVASIVE INC
Form 4
March 09, 2017

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Hannon Jason

(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)
03/07/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

President and COO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/07/2017		M	97,375 A	\$ 34.82 142,336 ⁽¹⁾	D	
Common Stock	03/07/2017		F	72,535 ⁽²⁾ D	\$ 74.63 69,801 ⁽¹⁾	D	
Common Stock	03/08/2017		S	24,340 ⁽³⁾ D	\$ 74.21 ⁽⁴⁾ 45,461 ⁽¹⁾	D	
Common Stock	03/08/2017		S	500 ⁽³⁾ D	\$ 74.8 ⁽⁵⁾ 44,961 ⁽¹⁾	D	

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

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(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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 34.82	03/07/2017		M		97,375		<u>(6)</u>	01/02/2019	Common Stock	97,375

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Hannon Jason 7475 LUSK BLVD SAN DIEGO, CA 92121	President and COO

Signatures

/s/ Nathaniel B. Sisitsky, Attorney-in-Fact for Jason M.
Hannon 03/09/2017

__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) Shares directly held by the Reporting Person. The Reporting Person also holds conditional rights to receive shares pursuant to previously disclosed Issuer equity awards.
- (2) Payment of exercise price and tax liability by Issuer's withholding of shares incident to the respective option exercise.
- (3) Sales effected pursuant to a 10b5-1 Trading Plan adopted by the Reporting Person, which is intended to comply with Rule 10b5-1.
- Weighted average sales price from sales transactions ranging from \$73.71 to \$74.70. Upon request by the Commission staff or a security
- (4) holder of the Issuer, either the Issuer or the Reporting Person will undertake to provide full information regarding the number of shares sold at each separate price.

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Weighted average sales price from sales transactions ranging from \$74.74 to \$74.91. Upon request by the Commission staff or a security

(5) holder of the Issuer, either the Issuer or 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 97,375 shares, was granted on January 2, 2009 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.

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