

HOWE LESLEY H
Form 4
May 07, 2018

FORM 4

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

OMB APPROVAL

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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 *
HOWE LESLEY H

(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)
05/03/2018

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)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 05/03/2018 | | M | (A) or (D) Amount (1) \$ 0 | 26,244 (2) | D | |

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 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) | 8. Price of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| RSUs | \$ 0 | 05/03/2018 | | M | 2,833 | (3) (3) | Common Stock 2,833 | \$ 0 |
| RSUs | \$ 0 | 05/03/2018 | | M | 2,833 | (4) (4) | Common Stock 2,833 | \$ 0 |
| RSUs | \$ 0 | 05/03/2018 | | M | 3,725 | (5) (5) | Common Stock 3,725 | \$ 0 |
| RSUs | \$ 0 | 05/03/2018 | | M | 2,501 | (6) (6) | Common Stock 2,501 | \$ 0 |
| RSUs | \$ 0 | 05/03/2018 | | M | 2,822 | (7) (7) | Common Stock 2,822 | \$ 0 |
| RSUs | \$ 0 | 05/03/2018 | | M | 533 | (8) (8) | Common Stock 533 | \$ 0 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| HOWE LESLEY H 7475 LUSK BLVD. SAN DIEGO, CA 92121 | | X | | |

Signatures

/s/ Nathaniel B. Sisitsky, Attorney-in-Fact for Lesley H. Howe
Date: 05/07/2018

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) On May 3, 2018, the Reporting Person retired from his position as a member of the Issuer's Board of Directors. Pursuant to deferral elections made by the Reporting Person, all shares underlying Restricted Stock Units ("RSUs") subject to such deferrals were delivered to the Reporting Person promptly following the Issuer's 2018 Annual Meeting of Stockholders on May 3, 2018, the date on which the Reporting Person retired; provided, however, that 1,597 shares remain subject to deferred delivery over the next three years.

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- (2) Shares directly held by the Reporting Person. The Reporting Person also holds conditional rights to receive shares pursuant to previously disclosed Issuer equity awards.
- (3) This RSU award was granted to the Reporting Person on May 24, 2012 and is fully vested.
- (4) This RSU award was granted to the Reporting Person on May 23, 2013 and is fully vested.
- (5) This RSU award was granted to the Reporting Person on May 22, 2014 and is fully vested.
- (6) This RSU award was granted to the Reporting Person on June 12, 2015 and is fully vested.
- (7) This RSU award was granted to the Reporting Person on May 19, 2016 and is fully vested.
- (8) This RSU award was granted to the Reporting Person on May 18, 2017 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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