

NUVASIVE INC
Form 4
November 10, 2014

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 *
Lukianov Alexis V

(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)
11/07/2014

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)
Chairman & CEO

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/10/2014		G ⁽¹⁾	V	16,300	D	\$ 0	183,538 ⁽²⁾	D	
Common Stock	06/11/2014		G ⁽³⁾	V	1,000	D	\$ 0	182,538 ⁽²⁾	D	
Common Stock	08/08/2014		G ⁽⁴⁾	V	4,700	D	\$ 0	177,838 ⁽²⁾	D	
Common Stock	09/09/2014		G ⁽³⁾	V	1,000	D	\$ 0	176,838 ⁽²⁾	D	
Common Stock	11/07/2014		M		25,000	A	\$ 18.31	201,838 ⁽²⁾	D	

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Common Stock	11/07/2014	S	25,000 (5)	D	\$ 41.3997 (6)	176,838 (2)	D
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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)

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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (Right-to-Buy)	\$ 18.31	01/03/2006		M	25,000	(7) 01/03/2016	Common Stock 25,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lukianov Alexis V 7475 LUSK BLVD SAN DIEGO, CA 92121	X		Chairman & CEO	

Signatures

/s/ Jason M. Hannon, Attorney-in-Fact for Alexis V.
Lukianov

11/10/2014

__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) Represents a bona-fide gift of 16,300 shares.
- (2) Shares directly held by the Reporting Person. The Reporting Person also holds conditional rights to receive or purchase (as appropriate) shares pursuant to previously disclosed Company equity awards.
- (3) Represents a bona-fide gift of 1,000 shares.

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- (4) Represents a bona-fide gift of 4,700 shares.
- (5) The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 Trading Plan adopted by the Reporting Person on November 15, 2013, which is intended to comply with Rule 10b5-1.

Weighted average from 45 transactions with prices ranging from \$41.14 to \$41.83. Upon request by the Commission staff, the Issuer or a
- (6) security holder of the Issuer, the Reporting Person will undertake to provide full information regarding the number of shares sold at each separate price.

The option, representing a right to purchase a total of 244,539 shares, became exercisable as follows: 25% of the shares vested on January
- (7) 3, 2007; 1/48th of the remaining shares vested monthly thereafter so that all shares were fully vested as of January 3, 2010, subject to continued employment through each vesting period.

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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