

Link Matthew
Form 4
March 05, 2019

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 *
Link Matthew

(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)
03/01/2019

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 ____ Other (specify
below) below)

President

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	03/01/2019		M	19,157 A	\$ 0	100,074 ⁽¹⁾	D
Common Stock	03/01/2019		F	7,267 ⁽²⁾ D	\$ 58.48	92,807 ⁽¹⁾	D

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

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(9-02)

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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
PRSUs <u>(3)</u>	\$ 0	03/01/2019		M			4,754	<u>(4)</u>	<u>(4)</u>	Common Stock	4,754
PRSUs <u>(3)</u>	\$ 0	03/01/2019		M			14,403	<u>(5)</u>	<u>(5)</u>	Common Stock	14,403
RSUs <u>(6)</u>	\$ 0	03/01/2019		A			12,825	<u>(7)</u>	<u>(7)</u>	Common Stock	12,825

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Link Matthew 7475 LUSK BLVD. SAN DIEGO, CA 92121	President

Signatures

/s/ Nathaniel B. Sisitsky, Attorney-in-Fact for Matthew W. Link 03/05/2019

__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) Shares withheld by the Issuer to satisfy tax withholding obligations.
- (3) Each Performance Restricted Stock Unit ("PRSU") represents the right to receive one share of the Issuer's common stock upon vesting.
- (4) This PRSU award was granted to the Reporting Person on March 1, 2016. In accordance with the terms of the PRSU award, the award vested as to 4,754 shares on March 1, 2019.
- (5) This PRSU award was granted to the Reporting Person on March 1, 2016. In accordance with the terms of the PRSU award, the award vested as to 14,403 shares on March 1, 2019.
- (6) Each Restricted Stock Unit ("RSU") represents the right to receive one share of the Issuer's common stock upon vesting.
- (7) This RSU award was granted to the Reporting Person on March 1, 2019. In accordance with the terms of the RSU award, the award will vest in full on March 1, 2022.

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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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