

OBOYLE KEVIN C

Form 4

November 18, 2008

**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 \*  
OBOYLE KEVIN C

(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)  
11/14/2008

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)

CFO and Executive VP

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 (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                    | 11/14/2008                           |                                                    | M                              |                                                                   | 10,065 | A          | \$ 9.5                                                                                        | 12,878                                                   | D                                                     |
| Common Stock <sup>(1)</sup>     | 11/14/2008                           |                                                    | S <sup>(2)</sup>               |                                                                   | 10,065 | D          | \$ 40.6791                                                                                    | 2,813                                                    | D                                                     |
| Common Stock                    | 11/14/2008                           |                                                    | M                              |                                                                   | 6,435  | A          | \$ 18.31                                                                                      | 9,248                                                    | D                                                     |
| Common Stock <sup>(3)</sup>     | 11/14/2008                           |                                                    | S <sup>(2)</sup>               |                                                                   | 6,435  | D          | \$ 40.6791                                                                                    | 2,813                                                    | 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)

| 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. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Stock Option (Right to Buy)                | \$ 9.5                                                 | 11/14/2008                           |                                                    | M                              | 10,065                                                                                  | <u>(4)</u> 12/17/2014                                    | Common Stock                                                  | 10,065                        |
| Stock Option (Right to Buy)                | \$ 18.31                                               | 11/14/2008                           |                                                    | M                              | 6,435                                                                                   | <u>(5)</u> 01/03/2016                                    | Common Stock                                                  | 6,435                         |

## Reporting Owners

| Reporting Owner Name / Address                           | Relationships                    |
|----------------------------------------------------------|----------------------------------|
|                                                          | Director 10% Owner Officer Other |
| OBOYLE KEVIN C<br>7475 LUSK BLVD.<br>SAN DIEGO, CA 92121 | CFO and Executive VP             |

## Signatures

/s/ Kevin C.  
O'Boyle 11/18/2008

\_\_\_\_\_  
\*\*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) The shares sold were acquired contemporaneously upon the cashless exercise of a stock option at an exercise price of \$9.50 per share.

(2) The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plans adopted by the Reporting Person on September 14, 2007 and May 15, 2008.

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- (3) The shares sold were acquired contemporaneously upon the cashless exercise of a stock option at an exercise price of \$18.31 per share.
- (4) 25% of the total shares subject to the option vested on December 17, 2005, which was the first anniversary of the date of grant; the remaining shares vest in 36 equal monthly installments thereafter.
- (5) 25% of the total shares subject to the option vested on January 3, 2006, which was the first anniversary of the date of grant; the remaining shares vest in 36 equal monthly installments thereafter.

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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