Nemelka David Nephi Jr. Form 4

February 04, 2013

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

Check this box if no longer

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Form 5 obligations may continue. See Instruction

SECURITIES Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

1(b).

(Last)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

2662 STONEBURY LOOP RD.

Nemelka David Nephi Jr.

(First) (Middle)

2. Issuer Name and Ticker or Trading Symbol

SANUWAVE Health, Inc. [SNWV]

3. Date of Earliest Transaction

(Month/Day/Year) 02/01/2013

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner Other (specify Officer (give title

below)

6. Individual or Joint/Group Filing(Check

OMB APPROVAL

3235-0287

January 31,

2005

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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

SPRINGVILLE, UT 84663

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed

Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Month/Day/Year)

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)

Code V Amount (D) Price

(Instr. 3, 4 and 5) (A)

or

5. Amount of Securities Beneficially Owned Following Reported Transaction(s)

(Instr. 3 and 4)

6. Ownership Form: Direct

7. Nature of Indirect (D) or Indirect Beneficial Ownership

SEC 1474

(9-02)

(Instr. 4) (Instr. 4)

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

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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 Conversion Security or Exercise (Instr. 3) Price of

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if (Month/Day/Year)

5. Number of 4 **TransactionDerivative** Code Securities (Instr. 8) Acquired (A) or 6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of Underlying Securities (Instr. 3 and 4)

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Derivative Disposed of (D) Security (Instr. 3, 4, and 5)

Code V (A) (D) Expiration Title Date Amount or Exercisable Number of Date

Shares

Put Option

(obligation to buy)re:

Units (1)

\$ 2.2 02/01/2013 E 250,000 10/01/2010 02/01/2013

Units 250,000 (1)

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

> > X

Nemelka David Nephi Jr.

2662 STONEBURY LOOP RD.

SPRINGVILLE, UT 84663

Signatures

/s/ David N. 02/04/2013 Nemelka

**Signature of Date Reporting Person

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).

The reporting person granted the put option to a third party pursuant to a Put and Call Agreement dated as of October 1, 2010, which was (1) terminated on February 1, 2013. The put option obligated the reporting person to buy, upon exercise of the put, 250,000 Units, each consisting of one share of the issuer's common stock and one Class D Warrant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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