

HOWE LESLEY H  
Form 4  
July 30, 2008

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HOWE LESLEY H

(Last) (First) (Middle)

4545 TOWNE CENTRE COURT

(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)  
07/29/2008

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 07/29/2008                           |  | M                              | 9,000 A   | \$ 10.75  | 12,000   | D                                 |
| Common Stock <sup>(1)</sup>     | 07/29/2008                           |  | S                              | 9,000 D   | \$ 55.06  | 3,000  | D                                 |
| Common Stock                    | 07/29/2008                           |  | M                              | 6,000 A   | \$ 19   | 9,000  | D                                 |
| Common Stock <sup>(2)</sup>     | 07/29/2008                           |  | S                              | 6,000 D   | \$ 55.06  | 3,000  | D                                 |
| Common Stock                    | 07/29/2008                           |  | M                              | 6,000 A   | \$ 16.5   | 9,000  | D                                 |
|                                 | 07/29/2008                           |  | S                              | 6,000 D   |   | 3,000  | D                                 |

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Common Stock <sup>(3)</sup> \$ 55.06

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 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 (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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|----------------------------|
| Employee Stock Option (Right to Buy)       | \$ 10.75   | 07/29/2008                           |  | M                              | 9,000  | <sup>(4)</sup> 02/26/2014                                | Common Stock  | 9,000                      |
| Employee Stock Option (Right to Buy)       | \$ 19  | 07/29/2008                           |  | M                              | 6,000  | 07/27/2006 07/27/2015                                    | Common Stock  | 6,000                      |
| Employee Stock Option (Right to Buy)       | \$ 16.5  | 07/29/2008                           |  | M                              | 6,000  | 05/24/2007 05/24/2016                                    | Common Stock  | 6,000                      |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| HOWE LESLEY H<br>4545 TOWNE CENTRE COURT<br>SAN DIEGO, CA 92121 |               | X         |         |       |

## Signatures

/s/ Jason Hannon,  
Attorney-in-fact

07/30/2008

\_\_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 \$10.75 per share.
  - (2) The shares sold were acquired contemporaneously upon the cashless exercise of a stock option at an exercise price of \$19.00 per share.
  - (3) The shares sold were acquired contemporaneously upon the cashless exercise of a stock option at an exercise price of \$16.50 per share.
- The option is immediately exercisable, but shares purchased upon exercise of such option are subject to repurchase by the Issuer at the
- (4) option exercise price in the event the Reporting Person's services to the Issuer terminate prior to the date the shares vest. The total shares subject to the option vest monthly over four years starting from the grant date of February 26, 2004.

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.