**NEVRO CORP** Form 4

November 18, 2015

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL OMB** 

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Check this box if no longer subject to Section 16. Form 4 or

**SECURITIES** Form 5 obligations may continue.

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading DEMANE MICHAEL F Issuer Symbol NEVRO CORP [NVRO] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ Director 10% Owner X\_ Officer (give title \_ \_\_ Other (specify C/O NEVRO CORP., 1800 BRIDGE 11/16/2015 below) **PARKWAY** Chief Executive Officer (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

#### REDWOOD CITY, CA 94065

(Ctata)

(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	unsaction Date 2A. Deemed		3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or			5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/16/2015		Code V $S_{\underline{(1)}}$	Amount 26,667	(D)	Price \$ 50.5189	573,941	D	
Common Stock	11/16/2015		S <u>(1)</u>	6,667	D	\$ 50.5189	37,587	I	See foonote (2)
Common Stock	11/16/2015		S <u>(1)</u>	6,667	D	\$ 50.5189	111,199	I	See foonote (3)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

Person

### Edgar Filing: NEVRO CORP - Form 4

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securities	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3 and 4	)	Own
	Security				Acquired					Follo
					(A) or					Repo
					Disposed					Trans
					of (D)					(Instr
					(Instr. 3,					
					4, and 5)					
								Amoun	f	
									ı	
						Date Expiration Exercisable Date		r		
							Date			
				Code V	(A) (D)					
				Code V	of (D) (Instr. 3,		Expiration Date	Amoun or Title Numbe of Shares		

Relationshine

# **Reporting Owners**

Reporting Owner Name / Address	Kiationships					
	Director	10% Owner	Officer	Other		
DEMANE MICHAEL F						
C/O NEVDO CODD						

C/O NEVRO CORP. 1800 BRIDGE PARKWAY REDWOOD CITY, CA 94065

X

Chief Executive Officer

# **Signatures**

/s/ Andrew Galligan, as Attorney-in-Fact for Michael DeMane

11/18/2015

\*\*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 sales were effected pursuant to the Reporting Person's Rule 10b5-1 trading plan.
- (2) Shares held by The Michael F. DeMane 2013 Retained Annuity Trust.
- (3) Shares held by The Michael F. DeMane 2012 Retained Annuity Trust u/a/d July 26, 2012.

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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