## Edgar Filing: NEVRO CORP - Form 4

NEVRO COR	RP											
Form 4												
March 16, 201	16											
FORM	4								~~~~	OMB A	PPROVAL	
	UNITEL	O STATES		ITIES A				NGE (	COMMISSION	OMB Number:	3235-0287	
Check this if no longe								Expires:	January 31,			
subject to	<b>STATE</b>	MENT O	F CHAN	F CHANGES IN BENEFICIAL OW					NERSHIP OF	Estimated a	2005 average	
Section 16. SECURITIES							burden hours per					
Form 4 or Form 5	<b>T</b> '1 1		G (* 1/			a	Б	1	A ( C1024	response 0		
obligations									ge Act of 1934,			
may contin	iue.		of the Inv	•		•	• •		f 1935 or Section	n		
See Instruc 1(b).	ction	50(II)	of the filt	estinent		ompan	y Aci	01 19	40			
1(0).												
(Print or Type Re	esponses)											
1. Name and Ad	2. Issuer Name and Ticker or Trading				g	5. Relationship of Reporting Person(s) to Issuer						
Schmitz Patri	ICK		Symbol						Issuel			
			NEVRO CORP [NVRO]						(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	Earliest T	ran	saction						
	CODD 1000	DDIDGE	(Month/Da	•					Director X_ Officer (give		o Owner	
C/O NEVRO PARKWAY	CORP., 1800	BRIDGE	03/14/20	16					below)	below)	er (specify	
PAKKWAI									Vice Pre	esident, Operat	ions	
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
	Filed(Mont	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person					
DEDWOOD		) ( 5								Ine Reporting Pe		
KEDWOOD	CITY, CA 940	105							Person			
(City)	(State)	(Zip)	Table	I - Non-I	Der	ivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of	2. Transaction D	ate 2A. Dee	emed	3.	4	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Yea		Execution Date, if TransactionAcquired (A) or					r		Form: Direct	Indirect	
(Instr. 3)		any	any (Month/Day/Year)			Disposed		·	2		Beneficial	
		(Month/				(Instr. 8) (Instr. 3, 4 and 5)				× /	Ownership (Instr. 4)	
							(A)		Reported			
							(A) or		Transaction(s)			
				Code V			(D)	Price	(Instr. 3 and 4)			
Common	03/14/2016			А		4,500	А	\$0	4,500 (1)	D		

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

Stock

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(1)

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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. 5. Number of TransactiorDerivative Code Securities (Instr. 8) 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 1 2 (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 57.89	03/14/2016		А	20,000	(2)	03/13/2026	Common Stock	20,000	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships								
I B	Director	10% Owner	Officer	Other					
Schmitz Patrick C/O NEVRO CORP. 1800 BRIDGE PARKWAY REDWOOD CITY, CA 94065			Vice President, Operations						
Signatures									
/s/ Andrew Galligan, as Attorne Schmitz	03/16/2016								

\*\*Signature of 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).

Constitute restricted stock units ("RSUs") for which the Reporting Person is entitled to receive one (1) share of Common Stock for each
(1) RSU upon vesting. 25% of the RSUs vest annually on April 5 of each year, beginning April 5, 2017, subject to the Reporting Person's continued service to the issuer.

Date

25% of the shares subject to the option vest on the first anniversary measured from March 14, 2016 (the "Vesting Commencement Date"),(2) and 1/48th of the total number of shares vest in thirty-six (36) successive and equal monthly installments thereafter, such that 100% of the shares subject to the option will be fully vested and exercisable on the fourth anniversary of the Vesting Commencement Date.

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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