



CODE OF ETHICAL BUSINESS CONDUCT



ABSOLUTE INTEGRITY

This Code of Ethical Business Conduct is not, and may not be construed as, a contract of employment or any other type of contract. Employment at NuVasive, Inc. or any of its affiliates or subsidiaries (collectively “NuVasive”) is at all times “at will,” and either the employee or NuVasive has the right to terminate the employment relationship at any time. Nothing herein alters the status of Independent Contractors as independent contractors.

Introductory Message:



To all employees, officers, directors, agents, distributors and independent contractors of NuVasive, Inc. and its subsidiaries and affiliates (collectively “Company” or “NuVasive”):

NuVasive is committed to conduct all of its business activities in accordance with the highest standards of ethics, professionalism, integrity, responsibility and accountability. This includes ensuring that each Shareowner’s actions are in full compliance with all applicable federal, state and local laws, rules and regulations.

No commercial objective is more important than complying with all applicable laws, rules and regulations. When NuVasive operates its business with integrity, we avoid many adverse consequences such as government fines, criminal prosecution and the loss of our reputation and goodwill. Remember that it takes only one unlawful or unethical act to destroy the reputation that NuVasive has earned from its customers, patients and the public.

Every Shareowner has a responsibility to act in a legal and ethical manner. This obligation includes reporting actual, suspected or potential violations of the law or this Code of Ethical Business Conduct (“Code”) to the Compliance Officer.

Violation of any law is a serious matter and could subject NuVasive and the individual involved to civil and criminal proceedings, regulatory actions and private lawsuits. Shareowners who violate the law can be severely penalized, including monetary fines and a significant prison term. For NuVasive, a violation of the law can mean a fine of millions of dollars, loss of important customers and disqualification from participation in government programs (e.g., Medicare and Medicaid). Each Shareowner is provided a copy of this Code and given appropriate training concerning the legal and ethical requirements of the Shareowner’s particular position. Each Shareowner is required to comply with the Program, this Code and any other policy or procedure of the Company. Such compliance is a part of each Shareowner’s requirement for continued employment and failure to comply will result in appropriate disciplinary action up to (and potentially including) termination of employment or relationship, as appropriate.

We expect those in a supervisory capacity to set the example, to be in every respect a model. They must ensure that those on their team have sufficient information to comply with law, regulation, and policy; as well as the resources to resolve ethical dilemmas. They must help to create a culture within NuVasive which promotes the highest standards of ethics and compliance. This culture must encourage everyone in the organization to raise concerns when they arise.

Please read this Code carefully; it is your responsibility to understand and follow these policies and standards.

/s/

Alexis V. Lukianov
Chief Executive Officer

/s/

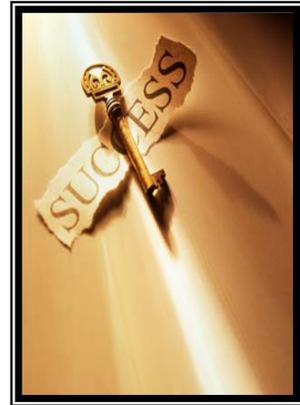
Gary Thompson
Vice President, Compliance Officer

TABLE OF CONTENTS

Section	Page
Introductory Message	i
Overview	1
NuVasive Global Business Ethics and Compliance Program	2
Business Ethics Questions and Concerns	3
Financial Reporting and Accounting	4
Interaction with Health Care Professionals	6
Interactions with Patients	7
Billing and Reimbursement	8
Sales, Marketing and Advertising	9
Reports and Recordkeeping	10
Company Confidential and Insider Information	11
Confidential Patient Information	12
Conflicts of Interest	13
Responsible Use of Assets	14
Fair Competition and Compliance with Antitrust Laws	15
Interacting with Government/Government Investigations	16
Interacting with the Media and/or Public	17
Quality	18
Environment, Health and Safety	19
Political Activities and Public Affairs	20
Receipt of Gifts, Entertainment and Other Benefits	21
International Business	22
Employment	24
Discipline	25
Certification	26

Overview

This Code of Ethical Business Conduct (“Code”) is designed to establish standards of business conduct for all Shareowners, officers and directors (collectively, “Shareowners”). All other representatives, which include agents, distributors and independent contractors* of NuVasive, are bound by its contents as well (the term “Shareowners” shall include such persons for the purposes of this Code). While this Code covers many issues, it is impossible to address every situation that might arise. The following is a list of general principles that you should use in evaluating your conduct:



- Comply with applicable laws, rules, and regulations, including those dealing with fraud and abuse, false claims and anti-corruption, which affect NuVasive’s business;
- Conduct all dealings with the Company’s customers, suppliers and competitors fairly, with honesty and integrity;
- Ethically handle conflicts of interest, both real and perceived, in personal and professional relationships;
- Produce, or cause to be produced, full, fair, accurate, timely and understandable disclosure in reports and documents that the Company files with or submits to the Securities and Exchange Commission, Food and Drug Administration, Center for Medicare and Medicaid Services, Internal Revenue Service and in other public communications, including making full and honest reports to management and the Audit Committee if the issue relates to internal accounting or auditing practices by using complete and accurate information;
- Protect information, in any form, that belongs to the Company, its customers and suppliers;
- Protect the Company’s assets and ensure their efficient use for the Company’s business and report any suspected incident of fraud or theft immediately; and
- Never use your position with the Company or Company assets or information for improper personal gain.

You will need to apply these principles to your own specific responsibilities. To assist you, you may wish to ask yourself the following questions regarding your proposed action:

- Is it honest and truthful?
- Is it consistent with all laws, rules, regulations, Company policy or procedure and this Code?
- Would my supervisor, co-workers, family or the media be proud of my actions?

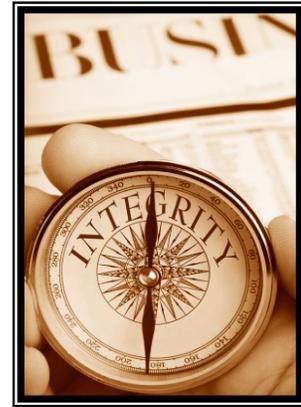
If you cannot answer yes to each question, you need to find out the answer before your act. If you have any questions about the proper application of these principles or about what is required by the law in any given situation, you must consult with your supervisor or the Compliance Officer.

Absolute Integrity: If you have any questions or concerns, please contact your supervisor, the Senior Director, Global Business Ethics and Compliance, or the Compliance Officer; send an email to ComplianceOfficer@nuvasive.com; or call the *Integrity Hotline*, toll-free, at 1-866-907-7409 at any time (see table on page 2 for a complete list of *Integrity Hotline* numbers of other NuVasive locations).

* The term independent contractor includes only those individuals who perform the type of core job functions or services on behalf of NuVasive that would otherwise be provided by an employee.

NuVasive Global Business Ethics and Compliance Program

An ethics or compliance program is a set of internal controls (e.g., policies, procedures, etc.) that a company develops implements and maintains to prevent, detect, and resolve illegal or unethical conduct by the Company or its Shareowners. In order to ensure our Company operates in an ethical manner and complies with all appropriate laws, rules and regulations, the Company has adopted and implemented a comprehensive compliance program entitled *NuVasive Global Business Ethics and Compliance Program* (“Program”).



The Program makes good business sense because it assists the Company by (i) training Shareowners on how to comply with applicable laws and regulations; (ii) identifying and preventing illegal and unethical conduct; (iii) allowing the prompt investigation of alleged misconduct by the Company or a Shareowner; and (iv) permitting the Company to take the appropriate action to resolve any instance of actual misconduct to prevent reoccurrence.

An Executive Compliance Steering Committee and a Compliance Committee (known as the EthicalBIZ Committee) have been established to oversee the Program and ensure that it remains robust and effective. The Committees collectively are composed of representatives from Compliance, Human Resources, Legal, Accounting & Finance, Internal Audit, Regulatory and Quality Assurance, and other key business units or functions as appropriate.

A Compliance Officer has been appointed to administer and oversee the day-to-day operations of the Program such as ensuring that all necessary training is performed, reported matters are properly investigated, and that the Program is periodically audited to verify compliance. The Compliance Officer also ensures that the Company does not employ or otherwise contract with any individual or entity that is or becomes disbarred, suspended, excluded or otherwise ineligible to participate in any federal or state program. A Compliance Department (aka EthicalBIZ Department) has been established to run the Program.

Each Shareowner is provided a copy of this Code and given appropriate training concerning the legal and ethical requirements of the Shareowner’s particular position. Each Shareowner is required to comply with the Program, this Code and any other policy or procedure of the Company. Such compliance is a part of each Shareowner’s performance obligations and failure to comply will result in appropriate disciplinary action.

The Company has created the *Integrity Hotline*, a confidential method to disclose any actual or suspected violations of any law, rule or regulation by the Company or any of its Shareowners. A Shareowner may report such violation(s) by calling the *Integrity Hotline*, toll free, at 1-866-907-7409* at any time. The calls cannot be traced and if a Shareowner desires to remain anonymous, he or she can do so. Even if the Shareowner reveals his or her identity, such identity will be maintained confidentially up to the limits of the law.

Every Shareowner has an affirmative obligation to report any actual or suspected legal or ethical violation, including violation of any requirements contained in this Code. All matters reported, whether by the hotline, e-mail, letter, or other communication, will be promptly investigated and, if necessary, all appropriate corrective action will be taken. The Company maintains a strict “no retaliation” policy on all matters reported in good faith on the *Integrity Hotline* or by any other means.

* The following are the toll free *Integrity Hotline* numbers of other NuVasive locations:

Australia	1-800-037-469	Puerto Rico	1-866-907-7409
Germany	0800-236-6687	Singapore	800-130-1925
Japan	0120-974-965	United Kingdom	0808-189-0507

Business Ethics Questions and Concerns

NuVasive has developed an effective method for Shareowners to seek information and advice on business ethical and compliance matters as well as a confidential and anonymous method to disclose suspected violations.



No Shareowner should subordinate his or her professional standards or judgment to any individual if they believe to do so would cause them to engage in illegal or unethical conduct.

Any Shareowner who suspects that the Company or another Shareowner (including a supervisor or manager) has violated this Code, any law, rule or regulation, or any Company policy or procedure, should immediately report his or her suspicions to the Shareowner's direct supervisor, the Human Resources Department, the Compliance Officer, or any attorney in the NuVasive Legal Department.

If for whatever reason a Shareowner feels uncomfortable communicating his or her concerns as described above, the Shareowner can call the *Integrity Hotline*, toll free, at 1-866-907-7409 at any time (see table on page 2 for a complete list of *Integrity Hotline* numbers of international NuVasive locations). The calls will not be traced and if you wish to remain anonymous, you may do so. Even if you reveal your identity, it will be maintained confidentially up to the limits of the law. All reports of alleged violations will be promptly and thoroughly investigated with all appropriate corrective action taken. Any Shareowner may also submit a concern in writing to the following address:

Compliance Officer
NuVasive, Inc.
7475 Lusk Blvd.
San Diego, CA 92121

(Please mark the envelope "Confidential")

Shareowners may also submit a concern by e-mail to the Compliance Officer at ComplianceOfficer@NuVasive.com (Please note that correspondences sent to this email address are not anonymous).

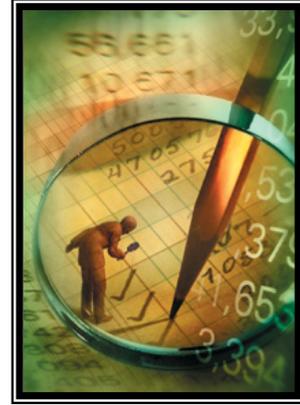
(Please note generally that anonymous correspondences or calls may not be able to be investigated if sufficient information, such as what happened, when, who was involved, who witnessed it, concerning the location or department where the violation occurred, etc., is not included.)

It is against NuVasive's policy to retaliate against any Shareowner who, in good faith, reports an ethical or legal concern.

NuVasive also encourages Shareowners to utilize any of the reporting mechanisms described above to ask questions or seek guidance regarding the Program, Code, or compliance policies and procedures even if there is no concern of a possible violation.

Financial Reporting and Accounting

As a public company, it is critical that NuVasive's filings with the U.S. Securities and Exchange Commission be accurate, timely, and prepared in accordance with U.S. Generally Accepted Accounting Principles and in compliance with the Sarbanes-Oxley Act of 2002 ("SOX") as well as the Foreign Corrupt Practices Act of 1977 ("FCPA"). Certain Shareowners are required to certify that NuVasive's public reports and other communications are accurate, complete, fair and understandable. All Shareowners must ensure that NuVasive maintains accurate books and records and financial documents, follow established internal controls in compliance with the FCPA and SOX, and provide prompt and accurate responses to inquiries related to its public disclosure requirements. As such all Shareowners shall:



- Act at all times with honesty, integrity and independence, avoiding actual or apparent conflicts of interest between personal and professional relationships;
- Provide for the full, fair, accurate, timely and understandable public disclosure, in reports and documents filed with, or submitted, to the Securities and Exchange Commission ("SEC") and in other public communications made by NuVasive;
- Take all reasonable measures to protect the confidentiality of non-public information about NuVasive, its subsidiaries and their customers obtained or created in connection with financial activities and to prevent the unauthorized disclosure of such information unless required by applicable law, rule, legal or regulatory process;
- Comply with this Code of Ethical Business Conduct and all applicable laws, rules and regulations of federal, state, provincial and local governments, and other appropriate private and public regulatory agencies regarding accounting and financial reporting;
- Act in good faith, responsibly, with due care, competence and diligence, without misrepresenting material facts or allowing independent judgment to be subordinated;
- Not, directly or indirectly, take any action to coerce, manipulate, mislead or fraudulently influence NuVasive's independent external and internal auditors; and
- Promptly report any suspected violations of applicable governmental rules and regulations or this Code to the Compliance Officer directly, or via the *Integrity Hotline*, toll free, at 1-866-907-7409 at any time (see table on page 2 for a complete list of *Integrity Hotline* numbers of international NuVasive locations), or the Audit Committee of the Board of Directors.

The Chief Executive Officer, Chief Financial Officer and the Finance and Accounting Departments staff have a special role both to adhere to these principles themselves and also to ensure that a culture exists throughout NuVasive that ensures fair and timely reporting of NuVasive financial results and financial condition in accordance with the FCPA and SOX.

Audit Committee

NuVasive's Audit Committee of the Board of Directors is responsible for establishing procedures for the receipt, retention and treatment of complaints received by the Company (including Shareowners) regarding accounting, internal accounting controls, auditing matters or violations of the Code, or other violations of laws and regulations, including healthcare fraud and abuse laws. In addition, the Chief Executive Officer, the Chief Financial Officer, the staff of the Finance and Accounting Departments, and the Compliance Officer, including all members of the Legal and EthicalBIZ Departments, are responsible for notifying the Audit Committee of any material information that affects NuVasive's disclosures in its public filings and otherwise assist the Audit Committee with its oversight responsibilities.

Any Shareowner may submit a good faith concern or complaint regarding accounting, financial reporting, internal accounting controls or auditing matters ("Financial Matters"), or any other matter, to

NuVasive, including via the *Integrity Hotline*, toll free, at 1-866-907-7409 at any time (see table on page 2 for a complete list of *Integrity Hotline* numbers of international NuVasive locations), without fear of retaliation of any kind. Examples of these types of Financial Matters, concerns or complaints include, but are not limited to:

- Fraud or deliberate error in the (i) preparation, evaluation, review or audit; or (ii) recording and maintaining of any financial statement or record of NuVasive.
- Failure of or noncompliance with any of NuVasive's internal accounting controls.
- A misrepresentation or false statement to or by any senior officer or accountant regarding a matter contained in the financial records, financial reports or audit reports of NuVasive.

Should the Internal Audit Department uncover and/or receive concerns or complaints related to Financial Matters, or any other matter, the Internal Audit Department will notify the Audit Committee immediately, keeping NuVasive's management informed if warranted. Complaints relating to Financial Matters and any other matters will be reviewed by the Audit Committee and such other persons as the Audit Committee determines to be appropriate. Confidentiality will be maintained to the fullest extent possible up to the limits of the law, consistent with the need to conduct an adequate review.

Additional Ethical Obligations for Senior Financial Officers

The following are additional ethical obligations of senior financial officers, defined as the Chief Executive Officer, Chief Financial Officer and Principal Accounting Officer(s) or Controller(s), and persons performing similar functions that have been promulgated by the Board of Directors under section 406 of SOX and the rules of the SEC promulgated thereunder. These additional standards for senior financial officers are reasonably necessary to promote: honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships; full, fair, accurate, timely, and understandable disclosure in the periodic reports required to be filed by the issuer and in other public communications; and compliance with applicable governmental laws, rules and regulations. If you are a senior financial officer, in addition to complying with all other terms of this Code, you:

- Must act with honesty and integrity, including avoiding actual or apparent conflicts of interest in your personal and professional relationships. You should recognize that even the appearance of a conflict of interest can damage the Company. A conflict of interest may exist because of a relationship of yours or of a family member that is inconsistent with the Company's best interests or could cause a conflict with your ability to perform your job responsibilities.
- Must report to the Chairman of the Audit Committee any transaction that reasonably could be expected to give rise to a conflict of interest.
- Must produce, or cause to be produced, full, fair, accurate, and timely disclosures in documents that the Company files with or submits to the SEC and in other public communications.
- Must comply with applicable governmental laws, rules and regulations and promptly report any violation of any law, rule, regulation or this Code to the Chairman of the Audit Committee.
- Will be held accountable for your adherence to this Code. Your failure to observe the terms of this Code may result in disciplinary action, up to and including, salary and bonus adjustments, negative performance reviews and/or immediate termination.

Any request by you for a waiver of any provision of this Code must be in writing and addressed to the Chairman of the Audit Committee. The Board will have the sole and absolute discretionary authority to approve any waiver from this Code. All waivers from this Code will be disclosed promptly on Form 8-K or any other means approved by the SEC. This Code is intended to constitute a "code of ethics" as defined in SEC Regulation S-K Item 406 and a "code of conduct" as defined in NASD Marketplace Rule 4350(n) or the rules of any other self-regulatory organization on which NuVasive's securities are listed.

Interactions with Health Care Professionals

Many countries have enacted laws and regulations governing payments, gifts and other benefits to health care professionals. It is important that any such interaction with a health care professional complies with all applicable laws, regulations and ethical codes in the countries involved. A Shareowner should follow NuVasive's policies on interactions with health care professionals and/or consult with the Compliance Officer or EthicalBIZ Department prior to providing any payment, gift or any benefit to health care professional to ensure it is permitted and is properly documented.



Many times NuVasive must interact with health care professionals in order to inform and educate them regarding the products and services we provide. There are also times when NuVasive may need to retain the services of health care professionals or provide financial support for legitimate purposes, such as:

- Contracting with a health care professional to assist the Company in the development of new products or oversee clinical or research studies;
- Contracting with a health care professional to provide educational lectures or conduct training courses for other healthcare professionals regarding the Company's products or services;
- Providing grants to third party educational conferences that educate health care professionals regarding new advances in our industry;
- Providing charitable grants to appropriate charitable organizations to support research and assistance.

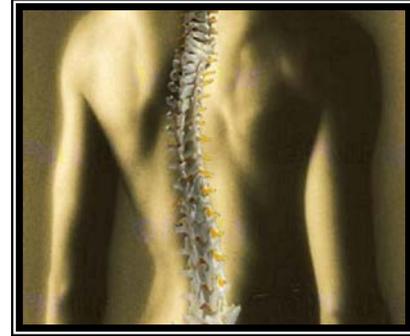
Under no circumstance should any Shareowner ever:

- Provide anything of value (cash, gifts, paying for expenses, in-kind services) to any health care professional or his/her family members in order to induce the health care professional to refer a patient or purchase a product or service of NuVasive.
- Enter into any contract or other arrangement with a health care professional, unless the arrangement (i) is in writing signed by both parties; (ii) specifies the services to be provided; (iii) any compensation is set within the range of the fair market value and does not take into account the value and volume of the referrals and/or purchases; (iv) is for a term of at least one year; and (v) is **reviewed and approved by the NuVasive EthicalBIZ and Legal Departments.**

For further guidance regarding interacting with health care professionals, please review the Company's policies and procedures including the Healthcare Compliance Policy Guide, which can be found on NuvaNet and/or the NuVasive Resource Center ("NRC"). In addition, for further guidance regarding contracts see the Legal Review & Signature Policy for Agreements for related guidelines on this matter.

Interactions with Patients

The Company requires each relevant Shareowner to treat each patient with dignity and respect. In furtherance of this policy, each relevant Shareowner shall ensure that:



- All interactions with a patient are conducted with compassion and respect.
- All interactions with a patient are in full compliance with all federal, state and local laws and regulations.
- He/she has all the proper licensure or credentials in performing his or her job responsibilities.
- The patient receives the necessary information for the patient to make an intelligent and informed decision as to whether to consent to the procedure or treatment.
- Any issue or problems raised by a patient either regarding services or product are brought to the attention of those who can properly assess and resolve the matter, the designated Complaint Handling Unit, and/or the Compliance Officer, as appropriate.
- Patients are provided with consistent services and/or quality products regardless of the patient's payor source, ability to pay and without unlawful discrimination based on race, color, religion, national origin, sex, age, disability, sexual orientation, marital status or any other unlawful factor.
- The patient's confidentiality is protected and that complete and accurate records are maintained for the patient's file.
- Shareowner does not abuse or misuse any information, funds or property of the patient.

Billing and Reimbursement

All Shareowners who are involved in the billing and/or collection functions are expected to understand and comply with all billing-related laws, rules and regulations and the Company's policies and procedures, including, but not limited to, the following:



- Only bill for products or services actually provided or rendered, which are medically necessary and that are fully documented.
- Use only those billing and reimbursement codes (e.g., CPT, ICD, etc.) that accurately describe the product or services provided.
- Act promptly to investigate and correct any problems or errors in claims that have been submitted, including appropriate refunds and explanations.
- Maintain complete and accurate billing records.
- Bill in full compliance with all federal, state and local laws, regulations, third-party payor requirements and the Company's policies and procedures.
- Never submit a claim to any customer, third party payor that is false, fraudulent, inaccurate, duplicative or fictitious.

Sales, Marketing and Advertising

Shareowners must represent and honestly describe Company products and services at all times. All advertising, labeling, literature and public statements must be true. No Shareowner should ever misstate facts or create misleading impressions. All express claims, implied claims, testimonials and/or comparison claims must be true and accurate. This applies to statements made via email, text, social media and other electronic means as well.



All marketing materials and advertisements must be reviewed and approved by the Marketing, Regulatory, and Legal Departments. No Shareowner should amend approved marketing materials or develop or create his/her own marketing materials or advertisements without approval.

Shareowners must adhere to any restrictions concerning the information about our products and services, such as only providing information concerning on-label use of a product or promoting a product that has been approved for a particular use or for use in a particular country. When describing products or services, the Shareowner should consider the message's total impression. Omitting important facts or wrongly emphasizing material may be misleading.

Shareowners must not unfairly criticize a competitor's products or services.

Reports and Recordkeeping

Accurate Records. The Company requires full, fair, accurate, timely and understandable recording and reporting of all Company information in compliance with the FCPA and SOX requirements, as well as other applicable laws and regulations.

Each Shareowner is responsible to accurately record all information and data that he or she is required to record as a part of his or her job function and to ensure that any and all information that is presented to any party, whether within or outside the Company is true and correct, including but not limited to, the number of hours worked, business expenses, etc.



It is very important that you do not create, or participate in the creation, or perpetuation of, any records that are intended to mislead anyone or conceal any improper act or conduct.

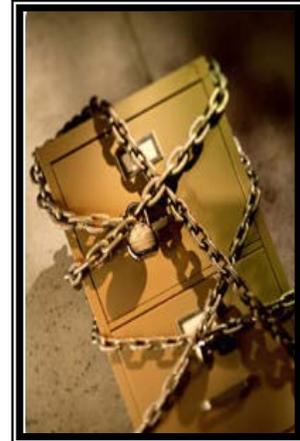
Records Retention. All of NuVasive's books, records, accounts and financial statements must be maintained in reasonable detail, must appropriately reflect NuVasive's transactions and must conform both to applicable legal requirements and to NuVasive's system of internal controls. Unrecorded or "off the books" funds or assets should not be maintained unless permitted by applicable law or regulations.

Business records and communications often become public, and Shareowners should avoid exaggeration, derogatory remarks, guesswork, or inappropriate characterizations of people and companies that can be misunderstood. This applies equally to e-mail, internal memos and formal reports.

Records should always be retained or destroyed in accordance with NuVasive's records and retention policies and procedures. In the event of litigation or governmental investigation concerning any particular records, please contact the NuVasive's Legal Department for instructions. See the Records & Information Management Program & Policies for related guidelines on this matter.

Company Confidential and Insider Information

Confidential Company information is an important corporate asset that merits the same protection as the Company's physical assets. It is very important for you to safeguard the Company's confidential information (which is described further as "Proprietary Information" and "Company Materials" in the Proprietary Information and Inventions Agreement which is provided and required to be signed by all Shareowners) and to refuse any improper access to such information entrusted to you or any Shareowner for whatever purpose. You have entered into a non-disclosure or confidentiality agreement detailing your obligations regarding the Company's confidential information, and you must adhere to this agreement. You also have an obligation to protect the confidential information provided to the Company by its customers and suppliers and your fellow workers during the course of the Company's business. They expect your confidentiality — just as the Company expects theirs.



Shareowners who obtain any Company confidential information, including information related to its customers, suppliers, patients, other Shareowners, etc., through their employment or contracting with NuVasive or others may not disclose or use the information for their own or other's personal advantage, including friends and family members. Each Shareowner shall respect and protect the confidentiality of confidential information entrusted to them by NuVasive or a customer, supplier, patient, etc. Confidential information includes all non-public information that may be of use to competitors, or harmful to NuVasive or its customers, suppliers or patients if disclosed. See the Records & Information Management Program & Policies for related guidelines on this matter.

Insider Information. This type of information includes any important information that has not been made available to the public, that provides an insight into the Company's current or anticipated business activities or which investors may consider helpful in deciding whether to buy or sell stock or other securities. Examples of such information include (i) potential mergers, acquisitions, joint ventures or restructurings; (ii) financial information, such as earnings announcements or projections; (iii) any new, existing, or loss of arrangements/contracts between the Company and a third party; and, (iv) changes in management or control of the Company.

This type of information may not be discussed with anyone outside of the Company. Within NuVasive, this information should only be discussed on a "need to know" basis with those Shareowners who require this information to perform their jobs. Shareowners may not buy or sell the stock of NuVasive on the basis of this type of information or "tip" others who might trade on such information. This type of activity is illegal. For further information regarding Insider Information and insider trading, each Shareowner should consult NuVasive's Insider Trading Policy which each Shareowner is provided and required to sign.

Proprietary Business and Intellectual Information. Intellectual property developed in the course of employment or using Company time, property, or proprietary information, either by you or by others for the Company, or for which the Company has secured rights from others, should be used only for the benefit of the Company. Accordingly, all intellectual property rights derived from confidential information or other materials made, originated or developed by Shareowners shall belong exclusively to the Company, and the Shareowner(s) who are the inventors or developers of such intellectual property rights shall have no rights or benefits therein or deriving therefrom.

Keeping Company information confidential, not only means Shareowners must not disclose such information but also that Shareowner must adhere and follow all policies and procedures regarding and all security measures taken by the Company to keep its information confidential and to safeguard such data from loss, theft, compromised integrity, or reduced availability.

Confidential Patient Information

NuVasive is committed to protecting the confidentiality of all patient information it creates or receives in compliance with all federal, state and local laws, including the Health Insurance Portability and Accountability Act of 1996 (“HIPAA”). Although NuVasive, Inc. is not a “covered entity” under the HIPAA we protect patient information consistent with privacy laws. Patient information, sometimes referred to as “protected health information” or “PHI”, includes the following patient information:

- Name
- All elements of dates (except year) for all dates directly related to an individual (e.g., birth date, services date, etc.)
- Telephone numbers, fax numbers and e-mail addresses
- Social security numbers or certificate/license numbers
- Medical record/Account numbers or Health Plan beneficiary numbers
- Full face photographic images
- Any other unique identifying number, characteristic, or code
- Any information that NuVasive has actual knowledge could be used alone or in combination with other information to identify an individual



All requests for accountings, amendments or restrictions of PHI or complaints should be directed to the Compliance Officer.

No Shareowner may access, use or disclose any PHI unless:

- Authorized by the patient in writing;
- The use or disclosure is necessary for the treatment of the patient, to obtain payment for the services or is necessary for the healthcare operations of NuVasive;
- Permitted by law (e.g., valid subpoenas, court orders, etc.); or
- The use or disclosure is permitted by NuVasive’s policies and procedures.

If a disclosure is permitted, the disclosure should be limited to the minimum necessary information to comply with the request. See the Records & Information Management Program & Policies for related guidelines on this matter.

Conflicts of Interest

The Company knows that it can only be truly successful through the diligence and loyalty of its Shareowners. Therefore, you must put the best interests of the Company at the forefront of any work-related activity or decision and scrupulously avoid conflicts of interest. You are strictly prohibited from engaging in any activity, practice or act that conflicts with the interest of NuVasive or its customers (customers include all health care professionals, which include but are not limited to, physicians, clinicians, hospital personnel, third-party medical billers, etc.) and should avoid potential conflicts or any activity, practice or act that appears to conflict with the interest of NuVasive or its customers.



You must use your best judgment in determining whether a conflict of interest exists and then avoid any conduct, activity, relationship or other situation that would create or cause an actual or potential conflict of interest. As such you must not:

- Engage, directly or indirectly, in conduct which is disloyal, disruptive, competitive, or damaging to NuVasive or any Shareowner;
- Have any outside activity of any type that is so substantial as to call into question your ability to devote appropriate time and attention to your duties and responsibilities to the Company, including work for, in any capacity, any customer, supplier or competitor that interferes with the Shareowner's ability to perform their duties for NuVasive;
- Have any ownership interest in any supplier, customer or competitor (other than nominal amounts of stock in publicly traded companies);
- Award or conduct any business with any firm if there is an ownership interest, family, personal, customer or other relationship that may constitute a conflict;
- Have any direct supervisory influence on the job evaluation, pay or benefits of any close relative;
- Hire or contract with a sales agent who has a familial relationship with a customer (unless approved by the General Counsel and/or Compliance Officer);
- Become involved, directly or indirectly, in outside commercial activities that may negatively influence your decision making, judgment or actions on behalf of the Company, such as becoming an owner, officer, director, manager, or consultant of a potential competitor, customer or supplier of NuVasive;
- Have any sales or purchases of anything to or from the Company (unless it is pursuant to a routine program of disposal of surplus property that is offered to all Shareowners in general); and
- Hire a customer's family member (unless approved by the General Counsel and/or Compliance Officer).

Any potential or actual conflict of interest must be reported to your immediate supervisor. Conflicts of interest are only permitted upon the prior written approval of the General Counsel and/or Compliance Officer. Shareowners who fail to disclose an actual or potential conflict of interest will be disciplined, up to and including termination of employment or relationship, as appropriate. The Company reserves the right to determine when actual or potential conflicts of interest exist. The Company may take any action, which in the sole judgment, is needed to prevent the conflict from continuing including, disgorging the benefit or gain received, realigning your duties and responsibilities, or disciplinary action, up to and including immediate termination of your employment or contract.

Responsible Use of Assets

All Shareowners are personally responsible for the proper and appropriate use of Company assets (e.g., all property, equipment, funds, technology resources whether tangible or intangible). You may only use Company assets to advance the Company's legitimate interests when the opportunity to do so arises. Such responsibility includes, but is not limited to, the following:



- All Shareowners shall obtain proper prior authorization before committing or spending Company funds. See the Legal Review & Signature Policy for Agreements, the Expenditure Authorization Policy, and the Corporate Travel & Entertainment Expense Policy for related guidelines on this matter.
- Shareowners may not misuse the assets of NuVasive, a customer, or supplier for personal gain, improper purposes, or permit others to do so.
- NuVasive's technology resources, which include computers, computer systems, telephones, cell phones, tablets, networks and software, may only be used in accordance with the Company's license(s) and/or rights. Shareowners may not download any non-business related programs, files or other matters onto the Company's computer system from any source (personal disks, the Internet, etc.) unless authorized by the Shareowner's immediate supervisor and the IT Department. Accessing or downloading pornographic or other offensive materials on the Company's computer system or other Company owned computer is strictly prohibited.
- Limited incidental personal use of the Company's technology resources are permitted as long as such use does not interfere with the normal course of business or becomes excessive.
- NuVasive's confidential and proprietary information, including the intellectual property rights, such as copyrighted materials, of both NuVasive and others, is to be protected from unauthorized use, reproduction or exploitation.
- All NuVasive assets, including, but not limited to, computers, office furniture, or equipment that are no longer used by NuVasive shall be disposed of in accordance with Company policy.
- Shareowners are required to report any observed misuse of NuVasive's assets to their direct supervisor, any member of management or they may call the *Integrity Hotline*, toll free, at 1-866-907-7409 at any time (see table on page 2 for a complete list of *Integrity Hotline* numbers of international NuVasive locations).

It is important that each Shareowner understands that there is no right of privacy and that he/she is not entitled to an expectation of privacy when using any Company or personal (when used to conduct Company business) technology resource, including but not limited to computers, e-mail, telephones, cell phones, tablets, copiers, etc. The Company reserves the right to review a Shareowner's use of any Company asset, including reading all communications and all contact information, including if personal technology resources are found to be used to conduct Company business. See the Records & Information Management Program & Policies for related guidelines on this matter.

Copyrighted Materials. You may sometimes need to use third-party copyrighted or licensed material (e.g., software) to perform your job. It is the Company's policy to respect copyright laws and license agreements. Therefore, before you may use such third-party material, appropriate authorization from the copyright or licensor holder must be obtained regardless of whether or not the end product containing third-party material is for personal use, for Company use internally or other use. It is against Company policy to copy, reproduce, scan, digitize, broadcast, or modify third-party copyrighted material when preparing Company products or promotional materials, unless written permission from the copyright holder has been obtained prior to the proposed use. Improper use could subject both the Company and you to possible civil and criminal actions for copyright infringement. It is also against Company policy for you to use the Company's facilities for the purpose of making or distributing unauthorized copies of third-party copyrighted materials for personal use or for use by others.

Fair Competition and Compliance with Antitrust Laws

The Company intends to succeed in the marketplace through superior performance, not by unethical or manipulative practices. Antitrust laws are designed to protect the free enterprise system and provide consumers with quality goods and services at economical prices. The criminal provisions of the antitrust laws prohibit arrangements between competitors to agree on bidding, prices, or geographic markets to be served. Examples include:

- Agreeing on prices for services.
- Allocating markets or customers.
- Fixing discounts, rebates or payment terms.
- Exchanging bids with competitors.



While discussions with competitors regarding industry related topics at trade shows, etc. is common; each Shareowner must realize that any contact with competitors is potentially hazardous. Even “small talk” or “casual conversation,” regardless of where it takes place, can be considered evidence of an agreement.

If a competitor raises such a topic or any other matter you think may violate an antitrust law, you must decline to discuss the matter. You should then promptly report the matter to the Compliance Officer.

Each Shareowner must respect the rights of and deal fairly with the Company’s customers, suppliers, competitors and other Shareowners. No Shareowner should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other intentional unfair-dealing practice. Stealing proprietary information, possessing trade secret information obtained without the owner’s consent, or inducing such disclosures by past or present Shareowners is prohibited.

Do not make false or misleading remarks to customers, suppliers or competitors, their products or their services. You must avoid deprecation and criticism of competitors, their products or services, but you may state truthful descriptions of specifications and shortcomings of such products or services.

Interacting with the Government/ Government Investigations

NuVasive has significant dealings with many government entities, both nationally and internationally, and seeks to maintain a positive relationship with all governmental agencies. Special requirements often apply when contracting with any government body (including national, state, provincial, municipal, or other similar government divisions in local jurisdictions). Because government officials are obligated to follow specific codes of conduct and laws, you must take special care in government procurement. Some key requirements for you to follow in doing business with a government are:



- Be honest and forthright in any representation made to any government agency.
- Ensure all reports, contracts, bids, or other information required to be provided to any government agency are accurate, complete and timely filed.
- Never offer or accept kickbacks, bribes, gifts, gratuities or anything else of value with the intent of obtaining favorable treatment from the recipient.
- Do not improperly solicit or obtain confidential information, such as sealed competitors' bids, from government officials prior to the award of a contract.

Government Investigations. It is NuVasive's policy to cooperate with every reasonable request of a government agency or government investigators. At the same time, the Company is entitled to all safeguards provided by law for the benefit of persons under investigation or accused of wrongdoing, including legal representation.

If a representative of any government or government agency other than the FDA seeks an interview with you or requests access to a NuVasive location, data or documents, you should immediately contact NuVasive's General Counsel or an attorney in the Legal Department if the General Counsel is not immediately available, for further instructions. NuVasive's General Counsel is solely responsible for representing NuVasive in all government investigations and/or audits, and for coordination of any interviews, and responding to all requests for information. The NuVasive Management Representative must be contacted for any FDA related inquiries. Never destroy or alter any documents that have been requested by a government agency.

Should a government subpoena or other written demand be served at any NuVasive location, you should immediately contact NuVasive's General Counsel or an attorney in the Legal Department if the General Counsel is not immediately available, for further instructions. These types of documents should be immediately faxed to the fax number provided by the Legal Department upon receiving such instructions.

During a government inspection or investigation, never conceal, destroy, or alter any documents, lie, or make misleading statements to a government representative or any other party. No Shareowner should instruct or attempt to cause another Shareowner to fail to provide accurate information or obstruct, mislead, or delay the communication of information or records relating to a possible violation of law.

Interacting with the Media and/or Public

Requests for financial or business information, for interviews made to any Shareowner relating to the Company or its business, or the issuance of any press releases by any Company Shareowner must be approved by the marketing communications team who will vet the request through the Investor Relations Department and/or the General Counsel.

No Shareowner should comment on or respond to external requests for information on rumors. Even if the inquirer assures the Shareowner it is “off the record.” Any inappropriate or inaccurate response, even a denial or disclaimer of information, may result in adverse publicity and could seriously affect the Company’s market and legal position.



If a Shareowner is permitted to speak to the media and/or the public on any matter on behalf of the Company, the Shareowner shall limit his or her comments and/or responses, to the best of his or her ability, in accordance with the direction given to the Shareowner by the Company individual granting approval for the Shareowner to speak. In general, a Shareowner should never guess or speculate, but should focus on the known facts and omit or minimize any personal opinion.

Social Media. Any Shareowner who intends to participate in any social media (e.g., Facebook, personal or industry blogs, RSS/Syndicated Feeds, Wiki/Collaborative Websites, Podcasts, YouTube/video sharing, etc.) on behalf of the Company must obtain appropriate approval from the marketing communications team.. In addition, just as it is for all marketing materials and advertisements, social media marketing must be reviewed and approved by the Marketing, Regulatory, and Legal Departments in accordance with existing procedures. As a reminder, no Shareowner should develop or create his/her own marketing materials or advertisements, including those used in social media.

As a matter of current business practice, NuVasive as a company participates in its own social media campaigns using various social media platforms and outlets it deems beneficial. Only authorized representatives of the Company are allowed to manage and contribute content to these campaigns as they’ve been properly trained in the nuances of the various laws, rules, and regulations, especially those related to healthcare compliance. Thus these campaigns are tightly controlled to reflect NuVasive’s business goals and strategies, and to abide by current social media laws, rules, and regulations as it pertains to NuVasive being a publicly traded healthcare technology company.

All Shareowners, when participating in any social media for personal reasons, need to ensure that, when communicating information about the Company, the Shareowner indicates that he/she is not communicating on behalf of, or as an agent or representative of, the Company, but expressing his or her own personal views.

As a reminder, all Shareowners when participating in any social media must adhere to the policies concerning Interactions with Health Care Professionals; Interactions with Patients; Sales, Marketing and Advertising; Company Confidential and Insider Information; Confidential Patient Information; Responsible Use of Assets; Fair Competition and Compliance with Antitrust Laws; Political Activities and Public Affairs; International Business; and Employment located throughout this Code.

Quality

NuVasive has built a reputation on the quality of our products and services. Quality is not just a manufacturing plant responsibility. The quality of our products starts with understanding the requirements of our customers, defining those requirements and designing products and services to meet or exceed those requirements.



NuVasive's Quality System Manual details our quality standards and the system for driving quality throughout our organization ("Quality Management System"). To ensure consistency in product research and development, production and performance across the Company, each operating unit must establish and implement policies and procedures that comply with the NuVasive Quality System Manual and all applicable laws and regulations.

All Shareowners, and others performing work on behalf of NuVasive, including those involved in basic research, including clinical and non-clinical studies, must carry out their work precisely, accurately and in conformance with the appropriate policies or procedures. Quality involves each and every Shareowner. NuVasive's Quality Management System covers all aspects of our business, including, but not limited to:

- Design and development of products.
- Manufacturing and controls.
- Supplier quality programs so that purchased products and services comply with specifications and regulatory requirements.
- Procedures to control nonconforming products, to investigate reasons for nonconformance, and to take corrective and preventive action.

All records must be maintained in a manner that meets the intent of Federal (U.S.) regulatory requirements and any other applicable law, rule or regulation.

NuVasive has established and maintains a system to process complaints on FDA-reportable medical device and tissue events. All NuVasive Shareowners are responsible to report any product complaint to the NuVasive's Complaint Unit and to assist with any investigations and/or implement appropriate corrective actions as necessary.

Environment, Health and Safety

Environment. NuVasive is committed to conducting its business to conserve natural resources and protect the environment. Each Shareowner must strictly comply with all laws, rules and regulations that protect the environment. Violation of these laws, rules and regulations may constitute a crime subjecting the Company and the individual violator to fines and imprisonment. All Shareowners are expected to:

- Handle, and correctly dispose of, all biohazardous, medical and other waste material in accordance with established disposal procedures.
- Safely store, secure, and inventory all controlled substances.
- Immediately report any spill or accidents involving hazardous materials or medical waste and report any missing supplies, drugs or pharmaceuticals.



Health & Safety. The Company maintains a health and safety program and it is each Shareowner's responsibility to prevent accidents by complying with the requirements of that program and maintaining a safe environment, including:

- Using all required personal protective equipment.
- Maintaining, transporting and dispensing all materials, drugs, or other controlled substances in conformity with all applicable laws and regulations.
- Complying with all policies, procedures, laws and regulations intended to make the work environment healthy and safe.
- Not reporting to work or engaging in any Company activity while "impaired by" or "under the influence" of a controlled substance, alcohol, or any substance that could compromise job performance or safety. Shareowners are expected to perform their Company related work in a safe manner, free of impairment from alcohol, illegal drugs or controlled substances. The use of illegal drugs in the workplace will not be tolerated.
- Not engaging in violent or threatening behavior and not bringing in or possessing a firearm or any other weapon while on Company property or engaged in Company business.
- Notifying Human Resources regarding any medically necessary/prescription drugs you may be taking that could impair judgment or other skills required in job performance. If you are taking a medically necessary/prescription drug while working and the instructions for use indicate that it can impair judgment, motor skills or adversely affect safety, the Shareowner must consult with your own health care provider, disclose their job duties, and ask whether you can safely work. Only if the health care provider indicates the use of the drug may impair performance or affect safety should the Shareowner report the use of the drug to Human Resources who in turn will determine the appropriate steps to take, including if discussion with your supervisor is warranted.

Each Shareowner is required to advise his or her immediate supervisor of any serious workplace injury or any situation that may present a risk/danger of injury so that timely corrective action may be taken to resolve the issue. See the General Safety Program for related guidelines on this matter.

Political Activities and Public Affairs

There are specific Shareowners within the Company who have the responsibility for government relations and public affairs activities on the Company's behalf. No Shareowner should interact with any elected or appointed officials on a matter related to the Company's business without first securing appropriate approval.

The political activities of the Company must be kept separate from the individual political activities of its Shareowners. As such, absent appropriate approval, no Shareowner may use corporate funds or other assets — including work time, Company premises, or Company equipment — to make political contributions of any kind to any candidate, political party or in support of any referendum or initiative, including the purchase of tickets to special dinners or other fund-raising events, and the furnishing of any other goods, services or equipment to political parties or committees.



Shareowners may wish to be actively involved in public affairs. Personal political activity might include:

- Supporting and contributing to candidates and political parties.
- Volunteering personal time to another's political campaign.
- Seeking public office.
- Contacting an elected official on an issue of personal importance.

If a Shareowner chooses to participate in such personal, civic affairs, the Shareowner must always make it clear his/her views and actions are his/her own and not those of the Company. A Shareowner, who plans to seek elective office, or accept appointed office, must notify their supervisor and explain how their official duties might affect their work.

Every country has different laws about taking part in the political process. Whenever a Shareowner advocates the Company's position to government authorities, or offer support for any political purpose, it is imperative that the Shareowner obey any and all applicable laws. Any Company contribution that might be considered a political donation must be reviewed and approved by the Chief Executive Officer and General Counsel.

Receipts of Gifts, Entertainment and Other Benefits

In order to ensure that all business decisions are made based on the best interest of the Company, Shareowners should refrain from accepting unreasonable gifts, entertainment or other benefits from our customers, vendors, suppliers or others wishing to do business with the Company.

When a Shareowner or a member of his/her family receives improper personal benefits as a result of his/her position with NuVasive a conflict of interest may arise. Examples would include:



- Loans to or guarantees of obligations of a Shareowner or their family members.
- Vacations, weekend getaways, use of automobiles or recreational vehicles.
- Discounts not available to the general public.

A Shareowner may accept gifts of reasonable value ordinarily provided by vendors and/or used for sales promotion or participate in ordinary business activities. Examples of typical and reasonable gifts include:

- Flowers, candies, lottery tickets, birthday or holiday gifts.
- Ticket to shows, concerts, movies, sporting events.

If you receive a gift that does not fall within these guidelines, you must report it to your supervisor and return the gift. If return of the gift is not practical, you should give it to the Company for such disposition as the Company deems appropriate.

International Business

The Company observes the highest ethical standards in all of its business transactions — including those involving foreign countries. You may not take any action in connection with any international transaction or any action in any foreign country that would be illegal or improper in the U.S. Furthermore, you are required to observe all applicable foreign laws to which you or the Company may be subject, including foreign tax laws, customs duties and regulations, drug testing, licensing, manufacturing and marketing laws, rules and regulations and currency restrictions. You should not take any actions that are intended to improperly circumvent the application of such laws. Some of the concerns raised by international business are as follows:



Anti-Corruption/Foreign Corrupt Practices Act (“FCPA”). We do not participate in any corrupt practices. To ensure this, each Shareowner must keep accurate business records worldwide to ensure our records reflect actual transactions and payments; all Shareowners or other individuals representing the Company must follow the laws of the country in which they operate, applicable United States laws and the standards described in this manual. No Shareowner is authorized to pay money or anything of value, directly or indirectly, to (i) Illegally influence the judgment or conduct or ensure a desired outcome or action of any individual, customer, company or company representative; (ii) Win or retain business or to influence any act or decision of any governmental official, political party or candidate for political office; or (iii) Gain an improper advantage.

In addition, the FCPA prohibits you and the Company from making payments to officials of governments outside of the U.S. for the purpose of obtaining favorable government action or keeping government business, *even if such payment is permitted by the laws of the country in which such payment is made.* The law also prohibits any agent or intermediary (e.g., consultant, distributor, etc.) from making such payments on behalf of the Company. A “government official” includes not only elected officials, but also consultants who hold government positions and employees of companies owned by a foreign (non-U.S.) government as well as the spouses and other immediate family members of the government official. Health care professionals may also be deemed a government official if working for foreign (non-U.S.) government agency, such as a government or public academic institution or government or public hospital.

Trade Restrictions and Boycotts. The Company is prohibited from doing business with certain countries, individuals, groups or organizations in both domestic and export markets. In addition, NuVasive is restricted regarding the export of certain products, software and technologies and may require an export license even when they are shipped to a legitimate company in a friendly country for peaceful use. All Shareowners must screen transactions with potential “end-user” customers who may be involved in chemical or biological weapons development, missile technology or sensitive nuclear activities. In addition to these restrictions, the U.S. also has anti-boycott laws that prohibit or severely restrict the Company from participating in boycotts against countries friendly to the U.S., and require the Company to report both legal and illegal boycott requests to the U.S. government. If you are involved in selling the Company’s products internationally, please contact an attorney in the NuVasive Legal Department or Compliance Officer for further information and guidance.

Export/Import. In general, any goods that the Company sells to a customer in a foreign country must be covered by an export license. The definition of “export” is quite broad and can include conversations of a technical nature with a citizen of another country even though that conversation takes place entirely within the US. Another example of a possible export would include tours of the Company’s facilities where foreign visitors could obtain technical information. There are certain statutory licenses which allow exporting of certain products — generally nonmilitary or non-high-technology goods — to the United States’ allies without any further license. Export control regulations are, however, quite complex, and if you are involved in any export transaction you must make sure that no product is exported unless all appropriate regulations are complied with or any specific required export license is obtained. All goods imported into the US must pass through customs and, except in some limited cases where there are exemptions, a duty must be paid. The amount of that duty is based upon the classification of the goods and the value of the merchandise. You must furnish

truthful and accurate information to any customs official or to any agent that the Company hires to facilitate its imports.

Classification of Goods and Valuation. Countries assess and collect import duties on goods that cross their borders. In order to determine the appropriate duty owed, imported goods must be classified accurately and assigned the correct tariff number. The description, use and contents of the imported material determine the tariff classification. Undervaluing goods on commercial documents in an attempt to pay less duty is prohibited. Any post-entry charges (e.g., volume discounts, rebates, currency risk sharing, assets and royalties) must be communicated to the appropriate agency or official to ensure compliance with import regulations.

If you are involved in the Company's export or import business, you must be reasonably alert to situations in which inaccurate information may have been furnished, either to the Company or to any of the Company's agents, involving the ultimate destination or use of the goods. This is particularly important for goods of the type that are not permitted to be shipped to certain countries.

If you have any doubt as whether a situation involves an "export" within the meaning of the applicable export control laws, or as to the truth or accuracy of the information being furnished to the Company regarding the ultimate destination or use of products the Company exports, contact your supervisor, an attorney in the Legal Department, or the Compliance Officer.

Bioterrorism. You must report any requests to manufacture or sell any drug or other product that could be used in an act of terrorism to the Compliance Officer.

Initiating Business in a New Foreign Country. The decision to expand the Company's distribution or to establish an operation in any other country, besides those in which it is already qualified to do business, may carry many important legal and tax implications. You must not undertake to expand the Company's operations into any country outside the U.S. without prior consultation with the General Counsel and/or Compliance Officer.

Employment

NuVasive provides equal employment opportunities for all Shareowners and applicants for employment. The Company encourages and supports diversity in its work force and in its contracting practices and is committed to equal opportunity.



NuVasive shall not unlawfully discriminate in any respect, and is committed to providing a workplace free of harassment, on the basis of gender, pregnancy, sex, race, color, religion, national origin, ancestry, age, physical disability, mental disability, medical condition, marital status, sexual orientation, gender identity, military or veteran status, or any other characteristic protected by local, state or federal law. See the Policy Against Harassment for related guidelines on this matter.

NuVasive will not tolerate abusive, threatening, insubordinate, violent, or obscene behavior by any Shareowner. As such, NuVasive prohibits all forms of harassment, including sexual harassment. Sexual harassment may be defined as unwelcome sexual advances, requests for sexual favors, and other physical, verbal, or visual conduct of a sexual nature. It can occur between supervisor and Shareowner, between coworkers or between a Shareowner and someone outside the Company, such as a vendor, customer or a patient. Sexual harassment also includes sexually-based physical, verbal, or visual harassment of such a nature and intensity that it creates an intimidating, offensive, or hostile working environment or that interferes with work performance, including, but not limited to:

- Sexual innuendoes, epithets, jokes, derogatory comments or slurs.
- Assaults, impeding or blocking movements, or any physical interference with normal work or movement when directed at an individual on the basis of sex.
- Sexual cartoons, drawings, computer graphics, photographs or derogatory posters.

Supervisors may not threaten or imply that a Shareowner's response to sexual advances will in any way influence a Shareowner's continued employment or career development. Harassment can also include incidents of workplace violence including, but not limited to, robbery, burglary and other property crimes, stalking, vandalism and other crimes. As part of our commitment to a safe workplace for our Shareowners, we prohibit Shareowners from possessing firearms, other weapons, explosive devices, or other dangerous materials on Company premises. Any Shareowner who believes he or she has been the victim of, or has observed another Shareowner be a victim of, unlawful discrimination or harassment should immediately report the matter to his or her immediate supervisor, or if necessary, any other member of management, the Compliance Officer, any member of the Human Resources Department, any other officer of the Company, or call the *Integrity Hotline*, toll free, at 1-866-907-7409 at any time (see table on page 2 for a complete list of *Integrity Hotline* numbers of other NuVasive locations).

No Shareowner may use his/her position for her personal benefit, this includes using insider information to trade the Company's securities (see Company Confidential and Insider Information section) or taking any action that may not be in the best interest of the Company (see Conflict of Interest section). When considering hiring a new Shareowner from a competitor or from a government agency, please consult with an attorney in the Legal Department as there may be additional restrictions that affect the Company's ability to employ the individual.

NuVasive abides by all applicable employment laws at the federal, state and local level, including the Family and Medical Leave Act. For further information on all of the employment laws, rules and regulations, including the applicability of the various jurisdictional overlaps, see your Human Resources representative. Furthermore, legal postings of employment laws applicable to NuVasive can be found in common areas of the Company's facilities such as in the various break-rooms.

All Shareowners shall cooperate with the enforcement, investigation and or audit of compliance with this Code.

Discipline

NuVasive will take appropriate disciplinary action against any employees, officers, directors or other Shareowner who fails to comply with this Code, the Company policies or procedures, the requirements of any law or regulation, or who has otherwise engaged in wrongdoing, which has the potential to impair NuVasive's status as a reliable, honest and trustworthy company.



Enforcement of the Code will be handled on a consistent basis and the appropriate discipline will be determined based on the nature and severity of the violation. Depending on the circumstances, discipline may include oral reprimand, written warning, suspension or termination. Intentional or reckless noncompliance will subject the violator to more significant sanctions, up to including termination. Disciplinary action will also be appropriate when a Shareowner fails to detect a violation due to Shareowner's negligence or reckless conduct.

Any Shareowner in a supervisory capacity shall discipline Shareowners in an appropriate and consistent manner. Supervisors should consult with the Human Resources Department and Compliance Officer any time a Shareowner fails to comply with the Code or applicable laws, rules, and regulations. The Human Resources Department, upon consultation with the Compliance Officer, will advise the Shareowner's supervisor as to the appropriate disciplinary action. All disciplinary action will be administered on a fair and consistent basis to all Shareowners.

The following are examples of conduct that will result in disciplinary action:

- Authorizing or participating directly or indirectly in the violation of the law, this Code or any other NuVasive policy or procedure.
- Withholding or failing to report information about such violations or making a false report.
- Providing inadequate supervision or displaying a lack of commitment to assuring compliance with the legal and ethical obligations of NuVasive.
- Misuse of the Company's assets, including accessing or downloading unauthorized materials or misuse of the Company's e-mail or other communication systems (e.g., cell phones, instant messaging, etc.).
- Attempting to retaliate against anyone who reports a suspected violation.

CERTIFICATION

I acknowledge that I have received and read a copy of the *Code of Ethical Business Conduct* and understand that it contains important information, including laws, regulations and compliance requirements, which applies to my obligations as an employee, officer, director, agent, distributor or independent contractor (collectively "Shareowner") of NuVasive.



I agree that if I have any questions or concerns regarding the meaning of this Code as it applies to my job responsibilities, I will consult one or more of the following: my immediate supervisor, an individual in the NuVasive Human Resources, Global Business Ethics and Compliance (aka EthicalBIZ) or Legal Departments, or the Compliance Officer.

I agree to abide by the standards set forth in this Code as they apply to my job responsibilities and to report any suspected violations immediately to my immediate supervisor, any member of management, the Human Resources Department, an attorney in the Legal Department, the Compliance Officer or by calling the *Integrity Hotline*, toll free, at 1-866-907-7409 at any time (see table on page 2 for a complete list of *Integrity Hotline* numbers of other NuVasive locations).

Signature

Name (Print)

Date