

Nemelka David Nephi Jr.
Form 4
November 29, 2012

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Nemelka David Nephi Jr.

2. Issuer Name **and** Ticker or Trading
Symbol
SANUWAVE Health, Inc. [SNWV]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
2662 STONEBURY LOOP RD.

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/27/2012

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

SPRINGVILLE, UT 84663

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$0.001 Par	11/27/2012		P	4,000,000 A	\$ 4,839,259 0.25 (1)	D	
Common Stock, \$0.001 Par					605,000	I	By McKinley Capital Inc. Roth 401(k) Plan (2)
Common Stock, \$0.001					46,264	I	By Tradeco Corp. (3)

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The subject securities were acquired under a subscription agreement with the issuer which provides for the payment of the purchase price in installments with the final installment due on or before May 27, 2014. Following the payment of each installment the securities paid for with such installment will be issued to the reporting person.

- (1) These securities are owned by the Roth 401(k) Plan of McKinley Capital, Inc., a Utah corporation controlled by the reporting person.
- (2) These securities are owned by Tradeco Corp., a Utah corporation controlled by the reporting person.
- (3) These securities are owned by the Profit Sharing Plan of McKinley Enterprises, Inc., a Utah corporation controlled by the reporting person.
- (4) These securities are owned by the Profit Sharing Plan of McKinley Enterprises, Inc., a Utah corporation controlled by the reporting person.

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.