

Wood Donald F
Form 4
April 04, 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 *
Wood Donald F

2. Issuer Name and Ticker or Trading
Symbol
VOCERA COMMUNICATIONS,
INC. [VCRA]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
04/02/2012

☐ Director ☒ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

C/O VANGUARD
VENTURES, P.O. BOX 20068

(Street)

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

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

SAN JOSE, CA 95160

(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)	(A) or (D)	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)		
			Code	V	Amount					
Common Stock	04/02/2012		C		960,944	A	<u>11</u>	960,944	I	By Vanguard VII, L.P. ⁽²⁾
Common Stock	04/02/2012		C		91,267	A	<u>11</u>	91,267	I	By Vanguard VII-A, L.P. ⁽³⁾
Common Stock	04/02/2012		C		31,305	A	<u>11</u>	31,305	I	By Vanguard VII Accredited

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Common Stock	04/02/2012	C	14,271	A	<u>(1)</u>	14,271	I	Affiliates Fund, L.P. <u>(4)</u> By Vanguard VII Qualified Affiliates Fund, L.P. <u>(5)</u>
Common Stock	04/02/2012	C	767,847	A	<u>(6)</u>	1,728,791	I	By Vanguard VII, L.P. <u>(2)</u>
Common Stock	04/02/2012	C	72,927	A	<u>(6)</u>	164,194	I	By Vanguard VII-A, L.P. <u>(3)</u>
Common Stock	04/02/2012	C	25,014	A	<u>(6)</u>	56,319	I	By Vanguard VII Accredited Affiliates Fund, L.P. <u>(4)</u>
Common Stock	04/02/2012	C	11,403	A	<u>(6)</u>	25,674	I	By Vanguard VII Qualified Affiliates Fund, L.P. <u>(5)</u>
Common Stock	04/02/2012	C	328,770	A	<u>(6)</u>	2,057,561	I	By Vanguard VII, L.P. <u>(2)</u>
Common Stock	04/02/2012	C	31,225	A	<u>(6)</u>	195,419	I	By Vanguard VII-A, L.P. <u>(3)</u>
Common Stock	04/02/2012	C	10,710	A	<u>(6)</u>	67,029	I	By Vanguard VII Accredited Affiliates Fund, L.P. <u>(4)</u>
	04/02/2012	C	4,882	A	<u>(6)</u>	30,556	I	

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Common Stock								By Vanguard VII Qualified Affiliates Fund, L.P. <u>(5)</u>
Common Stock	04/02/2012	C	92,688	A	<u>(6)</u>	2,150,249	I	By Vanguard VII, L.P. <u>(2)</u>
Common Stock	04/02/2012	C	8,803	A	<u>(6)</u>	204,222	I	By Vanguard VII-A, L.P. <u>(3)</u>
Common Stock	04/02/2012	C	3,019	A	<u>(6)</u>	70,048	I	By Vanguard VII Accredited Affiliates Fund, L.P. <u>(4)</u>
Common Stock	04/02/2012	C	1,376	A	<u>(6)</u>	31,932	I	By Vanguard VII Qualified Affiliates Fund, L.P. <u>(5)</u>
Common Stock	04/02/2012	C	117,257	A	<u>(6)</u>	2,267,506	I	By Vanguard VII, L.P. <u>(2)</u>
Common Stock	04/02/2012	C	11,136	A	<u>(6)</u>	215,358	I	By Vanguard VII-A, L.P. <u>(3)</u>
Common Stock	04/02/2012	C	3,819	A	<u>(6)</u>	73,867	I	By Vanguard VII Accredited Affiliates Fund, L.P. <u>(4)</u>
Common Stock	04/02/2012	C	1,741	A	<u>(6)</u>	33,673	I	By Vanguard VII Qualified Affiliates

Fund, L.P.
(5)

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

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(9-02)

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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Series B Convertible Preferred Stock	(1)	04/02/2012		C			524,986	(1)	(1)	Common Stock
Series B Convertible Preferred Stock	(1)	04/02/2012		C			49,862	(1)	(1)	Common Stock
Series B Convertible Preferred Stock	(1)	04/02/2012		C			17,103	(1)	(1)	Common Stock
Series B Convertible Preferred Stock	(1)	04/02/2012		C			7,797	(1)	(1)	Common Stock
Series C Convertible Preferred Stock	(6)	04/02/2012		C			767,847	(6)	(6)	Common Stock
Series C Convertible	(6)	04/02/2012		C			72,927	(6)	(6)	Common Stock

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Preferred
Stock

Series C
Convertible
Preferred
Stock

(6)

04/02/2012

C

25,014

(6)

(6)

Common
Stock

Series C
Convertible
Preferred
Stock

(6)

04/02/2012

C

11,403

(6)

(6)

Common
Stock

Series D
Convertible
Preferred
Stock

(6)

04/02/2012

C

328,770

(6)

(6)

Common
Stock

Series D
Convertible
Preferred
Stock

(6)

04/02/2012

C

31,225

(6)

(6)

Common
Stock

Series D
Convertible
Preferred
Stock

(6)

04/02/2012

C

10,710

(6)

(6)

Common
Stock

Series D
Convertible
Preferred
Stock

(6)

04/02/2012

C

4,882

(6)

(6)

Common
Stock

Series E
Convertible
Preferred
Stock

(6)

04/02/2012

C

92,688

(6)

(6)

Common
Stock

Series E
Convertible
Preferred
Stock

(6)

04/02/2012

C

8,803

(6)

(6)

Common
Stock

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Series E Convertible Preferred Stock	<u>(6)</u>	04/02/2012	C	3,019	<u>(6)</u>	<u>(6)</u>	Common Stock
Series E Convertible Preferred Stock	<u>(6)</u>	04/02/2012	C	1,376	<u>(6)</u>	<u>(6)</u>	Common Stock
Series F Convertible Preferred Stock	<u>(6)</u>	04/02/2012	C	117,257	<u>(6)</u>	<u>(6)</u>	Common Stock
Series F Convertible Preferred Stock	<u>(6)</u>	04/02/2012	C	11,136	<u>(6)</u>	<u>(6)</u>	Common Stock
Series F Convertible Preferred Stock	<u>(6)</u>	04/02/2012	C	3,819	<u>(6)</u>	<u>(6)</u>	Common Stock
Series F Convertible Preferred Stock	<u>(6)</u>	04/02/2012	C	1,741	<u>(6)</u>	<u>(6)</u>	Common Stock
Series E Convertible Pref St Purchase Warrant (Right to Buy)	\$ 6.61	04/02/2012	C	27,806	<u>(7)</u>	10/19/2015	Series E Convertible Preferred Stock <u>(6)</u>
Common Stock Purchase Warrant	\$ 6.61	04/02/2012	C	27,806	<u>(7)</u>	10/19/2015	Common Stock

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(Right to Buy)								
Series E Convertible Pref St Purchase Warrant (Right to Buy)	\$ 6.61	04/02/2012	C	2,641	<u>(7)</u>	10/19/2015	Series E Convertible Preferred Stock <u>(6)</u>	
Common Stock Purchase Warrant (Right to Buy)	\$ 6.61	04/02/2012	C	2,641	<u>(7)</u>	10/19/2015	Common Stock	
Series E Convertible Pref St Purchase Warrant (Right to Buy)	\$ 6.61	04/02/2012	C	905	<u>(7)</u>	10/19/2015	Series E Convertible Preferred Stock <u>(6)</u>	
Common Stock Purchase Warrant (Right to Buy)	\$ 6.61	04/02/2012	C	905	<u>(7)</u>	10/19/2015	Common Stock	
Series E Convertible Pref St Purchase Warrant (Right to Buy)	\$ 6.61	04/02/2012	C	413	<u>(7)</u>	10/19/2015	Series E Convertible Preferred Stock <u>(6)</u>	
Common Stock Purchase Warrant (Right to Buy)	\$ 6.61	04/02/2012	C	413	<u>(7)</u>	10/19/2015	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wood Donald F C/O VANGUARD VENTURES P.O. BOX 20068 SAN JOSE, CA 95160	X	X		

Signatures

/s/ Donald F. Wood by Jay Spitzen,
Attorney-in-Fact

04/04/2012

____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) Each share of Series B Convertible Preferred Stock converted into 1.8304174 shares of common stock upon the completion of the Issuer's initial public offering and had no expiration date.
 - (2) Shares are held directly by Vanguard VII, L.P. ("V7 LP").
 - (3) Shares are held directly by Vanguard VII-A, L.P. ("V7A LP").
 - (4) Shares are held directly by Vanguard VII Accredited Affiliates Fund, L.P. ("Accredited").
 - (5) Shares are held directly by Vanguard VII Qualified Affiliates Fund, L.P. ("Qualified").
 - (6) Each share of Series C, Series D, Series E and Series F Convertible Preferred Stock converted into one share of common stock upon the completion of the Issuer's initial public offering and had no expiration date.
 - (7) Immediately exercisable.

Remarks:

Donald F. Wood, Dan Eilers, Jack Gill, Tom McConnell, and Bob Ulrich are the managing members of Vanguard VII Venture

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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