

Tempesta Daniel David  
 Form 4  
 December 01, 2017

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Tempesta Daniel David

2. Issuer Name and Ticker or Trading Symbol  
 Nuance Communications, Inc.  
 [NUAN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 ONE WAYSIDE ROAD  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/29/2017

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Executive Vice President and C

BURLINGTON, MA 01803

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

(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)
Common Stock	11/29/2017		A <sup>(1)</sup>	9,163	A	\$ 0.001 241,374	D	
Common Stock	11/29/2017		A <sup>(2)</sup>	7,500	A	\$ 0.001 248,874	D	
Common Stock	11/29/2017		F <sup>(3)</sup>	3,528	D	\$ 16.37 245,346	D	
Common Stock	11/29/2017		A <sup>(2)</sup>	15,260	A	\$ 0.001 260,606	D	
Common Stock	11/29/2017		A <sup>(2)</sup>	15,260	A	\$ 0.001 275,866	D	

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Common Stock	11/29/2017	A <sup>(2)</sup>	22,890	A	\$ 0.001	298,756	D
Common Stock	11/29/2017	F <sup>(3)</sup>	7,176	D	\$ 16.37	291,580	D
Common Stock	11/29/2017	F <sup>(3)</sup>	7,176	D	\$ 16.37	284,404	D
Common Stock	11/29/2017	F <sup>(3)</sup>	1,792	D	\$ 16.37	282,612	D
Common Stock	11/29/2017	F <sup>(3)</sup>	10,766	D	\$ 16.37	271,846	D
Common Stock	11/29/2017	A <sup>(2)</sup>	3,815	A	\$ 0.001	275,661	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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 of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

## Reporting Owners

Reporting Owner Name / Address

Relationships

Tempesta Daniel David  
ONE WAYSIDE ROAD  
BURLINGTON, MA 01803

Director    10% Owner    Officer    Other

Executive Vice President and C

## Signatures

By: /s/ Donna Belanger For: Daniel  
Tempesta

12/01/2017

\_\_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) Grant of Restricted Stock Units that will vest 100% on December 1, 2017 issued pursuant to the FY2017 Bonus program.
  - (2) These shares are pursuant to a performance-based restricted stock unit agreement with the company whereby targets defined by the Compensation Committee were deemed to be achieved for fiscal year 2017.
  - (3) These shares were withheld by the Company to cover the tax liability due upon the vesting of the restricted stock award.

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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