VOCERA COMMUNICATIONS, INC.

Form 4

December 16, 2014

OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

VOCERA COMMUNICATIONS.

Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Print or Type Responses)

Ascher Brian D.

1. Name and Address of Reporting Person *

1(b).

See Instruction

| | | | INC. [VCRA] | | | | 110, | (Check all applicable) | | | | |
|-----------------------------------------------------------|------------------------------------------------------------------------------------------|----------------|-------------------------------------------------------------|----------------------------------------|-----------------------------------------|--------------|------------|--------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|--|--|
| (Last) (First) (Middle) C/O VENROCK, 3340 HILLVIEW AVE. | | | 3. Date of Earliest Transaction (Month/Day/Year) 12/12/2014 | | | | | X Director 10% Owner Officer (give title below) Other (specify below) | | | | |
| | | | | | endment, Date Original nth/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| PALO ALTO, CA 94304 | | | | | | | | Form filed by More than One Reporting Person | | | | |
| (City) | (State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | lly Owned | | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction (Month/Day/Y | ear) Execution | emed on Date, if /Day/Year) | 3. Transactio Code (Instr. 8) | on(A) or D (D) (Instr. 3, | 4 and (A) or | ed of | 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 | 12/12/2014 | | | S | 200 | D | \$ 9.75 | 1,675,359 (1) | I | By Funds and LLC | | |
| Common Stock | 12/15/2014 | | | S | 5,596 | D | \$ 9.51 | 1,669,763 (3) | I | Fy Funds and LLC | | |
| Common Stock | | | | | | | | 7,820 (4) | D (5) | | | |
| Common Stock | | | | | | | | 7,092 (6) | I | By LLC | | |

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

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SEC 1474 (9-02)

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

| Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title | e and | 8. Price of | |
|------------------------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|----------|----------|-------------|--|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transact | ionNumber | Expiration D | ate | Amou | nt of | Derivative | |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securi | ties | (Instr. 5) | |
| | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | |
| | Security | | | | Acquired | | | | | | |
| | · | | | | (A) or | | | | | | |
| | | | | | Disposed | | | | | | |
| | | | | | of (D) | | | | | | |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | or | | |
| | | | | | | Exercisable | Date | | Number | | |
| | | | | | | | | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

| | Relationships |
|--------------------------------|---------------|
| Reporting Owner Name / Address | - |

10% Owner Officer Other Director

Ascher Brian D. C/O VENROCK 3340 HILLVIEW AVE. PALO ALTO, CA 94304

X

Signatures

/s/ Brian D. 12/16/2014 Ascher

**Signature of Date Reporting Person

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Represents an aggregate of 1,337,184 shares held by Venrock Associates III, L.P. ("VA3"), 300,909 shares held by Venrock Associates, (1) L.P. ("VA"), 33,433 shares held by Venrock Entrepreneurs Fund III, L.P. ("VEF3") and 3,833 shares held by Venrock Management III, LLC ("VM3").
- VM3 and VEF Management III, LLC ("VEFM3") are the sole general partners of VA3 and VEF3, respectively, and may be deemed to (2) beneficially own the shares held by VA3 and VEF3, respectively. VM3 and VEFM3 expressly disclaim beneficial ownership over all shares held by VA3 and VEF3, respectively, except to the extent of their indirect pecuniary interests therein.

(3)

Reporting Owners 2

9. Nu Deriv Secu Bene Own

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Represents an aggregate of 1,331,588 shares held by VA3, 300,909 shares held by VA, 33,433 shares held by VEF3 and 3,833 shares held by VM3.

- In August 2014, the reporting person transferred record title to 7,092 shares of the Common Stock to VR Management, LLC (the

 "Management Company") pursuant to the agreement described in Footnote 5, and the reporting person's holdings have been reduced accordingly. For Mr. Ascher, this represents a change in form of ownership from direct to indirect but does not represent a change in beneficial ownership.
 - The reporting person is a member of the Management Company. Under an agreement between the reporting person and the Management Company, the reporting person is deemed to hold the reported shares for the sole benefit of the Management Company, which is entitled
- (5) to the shares. The Management Company may be deemed the indirect beneficial owner of the shares, and the reporting person may be deemed the indirect beneficial owner of the shares through his interest in the Management Company. The reporting person disclaims beneficial ownership of the shares except to the extent of his indirect pecuniary interest therein.
- In August 2014, the reporting person transferred record title to 7,092 shares of Common Stock to the Management Company pursuant to (6) the agreement described in Footnote 5, and the Management Company's holdings have been increased accordingly. The reporting person disclaims beneficial ownership of the shares except to the extent of his indirect pecuniary interest therein.

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.