

VOCERA COMMUNICATIONS, INC.

Form 4

December 16, 2014

**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 \*  
Ascher Brian D.

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)  
12/12/2014

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

C/O VENROCK, 3340 HILLVIEW AVE.

(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

PALO ALTO, CA 94304

(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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/12/2014		S		200	D	\$ 9.75	1,675,359 <sup>(1)</sup>	I	By Funds and LLC <sup>(2)</sup>
Common Stock	12/15/2014		S		5,596	D	\$ 9.51	1,669,763 <sup>(3)</sup>	I	Fy Funds and LLC <sup>(2)</sup>
Common Stock								7,820 <sup>(4)</sup>	D <sup>(5)</sup>	
Common Stock								7,092 <sup>(6)</sup>	I	By LLC



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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.

- (4) 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.

- (5) 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 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.

- (6) In August 2014, the reporting person transferred record title to 7,092 shares of Common Stock to the Management Company pursuant to 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.