VANGUARD VII L P
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 *
VANGUARD VII L P

(Last) (First) (Middle)

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

(Street)

SAN JOSE, CA 95160

(City) (State) (Zip)

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

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/02/2012		C		960,944	A	(1)	960,944	D (2)	
Common Stock	04/02/2012		C		91,267	A	(1)	91,267	I	By Vanguard VII-A, L.P. (3)
Common Stock	04/02/2012		C		31,305	A	(1)	31,305	I	By Vanguard VII Accredited Affiliates

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

								Affiliates Fund, L.P. (5)
Common Stock	04/02/2012	C	92,688	A	(6)	2,150,249	D (2)	
Common Stock	04/02/2012	C	8,803	A	(6)	204,222	I	By Vanguard VII-A, L.P. (3)
Common Stock	04/02/2012	C	3,019	A	(6)	70,048	I	By Vanguard VII Accredited Affiliates Fund, L.P. (4)
Common Stock	04/02/2012	C	1,376	A	(6)	31,932	I	By Vanguard VII Qualified Affiliates Fund, L.P. (5)
Common Stock	04/02/2012	C	117,257	A	(6)	2,267,506	D (2)	
Common Stock	04/02/2012	C	11,136	A	(6)	215,358	I	By Vanguard VII-A, L.P. (3)
Common Stock	04/02/2012	C	3,819	A	(6)	73,867	I	By Vanguard VII Accredited Affiliates Fund, L.P. (4)
Common Stock	04/02/2012	C	1,741	A	(6)	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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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 Am Underlying Sec (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 Preferred Stock	(6)	04/02/2012		C			72,927	(6)	(6)	Common Stock
Series C Convertible Preferred	(6)	04/02/2012		C			25,014	(6)	(6)	Common Stock

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
Series E Convertible Preferred Stock	(6)	04/02/2012	C	3,019	(6)	(6)	Common Stock

Series E Convertible Preferred Stock	(6)	04/02/2012	C		1,376	(6)	(6)	Common Stock
Series F Convertible Preferred Stock	(6)	04/02/2012	C		117,257	(6)	(6)	Common Stock
Series F Convertible Preferred Stock	(6)	04/02/2012	C		11,136	(6)	(6)	Common Stock
Series F Convertible Preferred Stock	(6)	04/02/2012	C		3,819	(6)	(6)	Common Stock
Series F Convertible Preferred Stock	(6)	04/02/2012	C		1,741	(6)	(6)	Common Stock
Series E Convertible Pref St Purchase Warrant (Right to Buy)	$ 6.61	04/02/2012	C		27,806	(7)	10/19/2015	Series E Convertible Preferred Stock (6)
Common Stock Purchase Warrant (Right to Buy)	$ 6.61	04/02/2012	C	27,806		(7)	10/19/2015	Common Stock
Series E Convertible Pref St Purchase	$ 6.61	04/02/2012	C		2,641	(7)	10/19/2015	Series E Convertible Preferred Stock (6)

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

Reporting Owners

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

Signatures

/s/ Ken Shilling, by Power of Attorney for Vanguard VII Venture Partners, LLC, its general partner	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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