Edgar Filing: Citron Jeffrey A - Form 4

Citron Jeffrey A Form 4 Ottober 19, 2017 OMB A FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB A Check this box if no longer subject to Section 16. Form 5 obligations may continue. See Instruction 1(b). STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES OMB A Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, a0(h) of the Investment Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b). State A												
(Print or Type Responses)												
1. Name and Address of Reporting Person <u>*</u> Citron Jeffrey A			2. Issuer Name and Ticker or Trading Symbol VONAGE HOLDINGS CORP [VG]					5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year) 10/17/2017					(Check all applicable) <u>X</u> Director Officer (give title <u>10%</u> Owner Other (specify below)				
(
				nendment, onth/Day/Y	Date Origin ear)	nal		 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
HOLMDE	EL, NJ 07733							Person	More than One	e Reporting		
(City)	(State)	(Zip)	Ta	ble I - Nor	n-Derivativ	e Seci	urities Acq	uired, Disposed o	of, or Benefi	cially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	saction Date 2A. Deemed (/Day/Year) Execution Date, if any (Month/Day/Year)			Code (Instr. 3, 4 and 5)				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	10/17/2017			S	66,666 (<u>1)</u>	D	\$ 8.1517 (2)	2,187,564	I	By Kyra E. Citron 2016 Florida Descendant's Trust		
Common Stock	10/18/2017			S	66,666 (1)	D	\$ 8.1062 (<u>3)</u>	2,120,898	I	By Kyra E. Citron 2016 Florida Descendant's Trust		
Common Stock	10/19/2017			S	66,668 (1)	D	\$ 8.0953	2,054,230	Ι	By Kyra E. Citron 2016		

					<u>(4)</u>			Florida Descendant's Trust
Common Stock	10/17/2017	S	66,666 (1)	D	\$ 8.1517 (2)	2,191,962	Ι	By Noah A. Citron 2016 Florida Descendant's Trust
Common Stock	10/18/2017	S	66,666 (1)	D	\$ 8.1062 (3)	2,125,296	I	By Noah A. Citron 2016 Florida Descendant's Trust
Common Stock	10/19/2017	S	66,668 (1)	D	\$ 8.0953 (4)	2,058,628	I	By Noah A. Citron 2016 Florida Descendant's Trust
Common Stock	10/17/2017	S	4,971 (5)	D	\$ 8.1517 (2)	62,688	Ι	By KEC Holdings LLC
Common Stock	10/18/2017	S	4,971 (5)	D	\$ 8.1062 (<u>3)</u>	57,717	I	By KEC Holdings LLC
Common Stock	10/19/2017	S	4,971 (5)	D	\$ 8.0953 (4)	52,746	Ι	By KEC Holdings LLC
Common Stock						12,676,047	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e	Securities	(Instr. 5)	Bene
	Derivative				Securities		(Instr. 3 and 4)		Owne
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr

Citron Jeffrey A C/O VONAGE HOLDINGS CORP. **23 MAIN STREET** HOLMDEL, NJ 07733

Reporting Owner Name / Address

Reporting Owners

Signatures

/s/ Joann Vought, Attorney-in-fact for Jeffrey A. Citron

**Signature of 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).
- Sale was made pursuant to a trading plan under Rule 10b5-1 under the Securities and Exchange Act of 1934, as amended, which was (1)adopted on October 31, 2016 and reflects the advice of estate planning advisors with respect to trusts for Mr. Citron's children.

The price reported in Column 4 is a weighted average price. The Common Stock was sold at prices ranging from \$8.07 to \$8.27. Upon (2) request, the Reporting Person will provide to the Securities and Exchange Commission staff, the Issuer and any security holder of the Issuer full information regarding the number of shares of Common Stock sold at each separate price within the range.

The price reported in Column 4 is a weighted average price. The Common Stock was sold at prices ranging from \$8.04 to \$8.17. Upon (3) request, the Reporting Person will provide to the Securities and Exchange Commission staff, the Issuer and any security holder of the Issuer full information regarding the number of shares of Common Stock sold at each separate price within the range.

The price reported in Column 4 is a weighted average price. The Common Stock was sold at prices ranging from \$8.06 to \$8.16. Upon (4) request, the Reporting Person will provide to the Securities and Exchange Commission staff, the Issuer and any security holder of the Issuer full information regarding the number of shares of Common Stock sold at each separate price within the range.

Sale was made pursuant to a trading plan under Rule 10b5-1 under the Securities and Exchange Act of 1934, as amended, which was (5) adopted on October 31, 2016 for estate planning and diversification purposes upon the advice of Reporting Person's advisors.

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.

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Expiration Title Number or of Shares

Amount

Code V (A) (D)

Date Exercisable

(Instr. 3, 4, and 5)

Date

Relationships

10/19/2017

Date

Director 10% Owner Officer Other

X